

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
)	
GENERAL GROWTH PROPERTIES, INC., <u>et al.</u> ,)	Case No. 09 -11977 (ALG)
)	Jointly Administered
Debtors.)	
)	Objection Deadline: November __, 2009

**INTERIM FEE APPLICATION OF ALIXPARTNERS, LLP
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND
FOR REIMBURSEMENT OF EXPENSES INCURRED AS RESTRUCTURING
ADVISORS FOR THE DEBTORS AND DEBTORS IN POSSESSION FOR THE
PERIOD FROM APRIL 16, 2009 THROUGH AUGUST 31, 2009**

Name of Applicant:	<u>AlixPartners, LLP</u>
Authorized to Provide Professional Services to:	<u>Debtors and Debtors in Possession</u>
Date of Retention:	<u>May 26, 2009, <i>nunc pro tunc</i> to April 16, 2009</u>
Period for which compensation and reimbursement are sought:	<u>April 16, 2009 through August 31, 2009</u>
Amount of Compensation (80% of Fees) sought as actual, reasonable, and necessary:	<u>\$3,983,457.20 (80% of \$4,979,321.50)</u>
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	<u>\$ 231,207.27</u>
This is a(n): ____ monthly <u> X </u> interim ____ final application	

This Interim Fee Application presents fees earned and expenses incurred for the period of April 16, 2009 through August 31, 2009, and seeks approval of and authority to apply the retainer, as anticipated by the Engagement Letter (as defined below), to fees earned and expenses incurred prior to the Petition Date (as defined below) in connection with the Debtors' restructuring that exceeded the amounts of, or could not be included within, the estimated invoices.

General Growth Properties, Inc.
Schedule 1 – Listing of Prior Fee Statements Filed

<i>Monthly Statements</i>					
Date	Dkt #	Monthly (20% Holdback)	Period	Total Fees	Expenses
7/15/09	1006	\$351,950.15	4/16/09-5/31/09	\$1,759,750.75	\$94,049.40
8/17/09	1358	\$214,467.00	6/01/09-6/30/09	\$1,072,335.00	\$53,608.60
9/15/09	2362	\$220,670.00	7/01/09-7/31/09	\$1,103,350.00	\$61,546.95
10/___/09	TBD	\$208,777.15	8/01/09-8/31/09	\$1,043,885.75	\$33,049.60

Totals **\$995,864.30**** **\$4,979,321.50** **\$242,254.55**

Less:
Exp Reduction (11,047.28)

Net Total **\$231,207.27**

* Expenses were reduced by \$6,683.33 for the period through May, and by \$4,363.95 for the June invoice period for a grand total reduction of \$11,047.28 due to recommended adjustments from the office of the United States Trustee.

**This Application assumes continuation of a 20% holdback. In light of the large value of the holdback, and the circumstances of this case, AlixPartners believes that payment of some or all of the holdback may be appropriate. After reviewing all of the fee applications and consulting with the Debtors and key constituencies, including the U.S. Trustee, AlixPartners may request the Court authorize payment of holdback amounts.

General Growth Properties, Inc.
Schedule 2 – Compensation by Project Category

Project Code	Description	Amount
005717.00100	Post Petition - Financial Advisory	\$377,453.25
005717.00101	Post Petition - CMS Related Work	43,026.50
005717.00102	Post Petition - Travel billed at 50%	468,533.50
005717.00103	Cash Forecasting/Cash Planning	968,777.50
005717.00104	DIP Lender Activities	43,875.00
005717.00105	Business Plan Activities/Cost Reduction	340,064.50
005717.00106	Claims Analysis/Settlement Related Work	162,096.00
005717.00107	Individual Entity Analysis	366,812.50
005717.00108	Executory Contract Review & Analysis	1,836.00
005717.00110	MOR Reporting	75,736.00
005717.00112	Schedules & SOFAs	889,730.00
005717.00114	Intercompany Review & Analysis	369,320.00
005717.00115	Constituent Communication & Discussion	452,605.00
005717.00116	Financial Analysis	646,012.00
005717.00117	Invoice Preparation	7,710.50
Total Fees Earned		5,213,588.25
Less: Post Petition – 50% Travel		234,266.75
Net Total Fees Earned		4,979,321.50

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
)	
GENERAL GROWTH PROPERTIES, INC., <u>et al.</u> , ¹)	Case No. 09 -11977 (ALG)
)	Jointly Administered
Debtors.)	
)	Objection Deadline: November __2009

**INTERIM FEE APPLICATION BY ALIXPARTNERS, LLP
FOR COMPENSATION EARNED AND EXPENSES INCURRED FOR THE
PERIOD FROM APRIL 16, 2009, THROUGH AUGUST 31, 2009.**

Pursuant to sections 330 and 331 of Title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and the Administrative Order Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals, entered on May 27, 2009 (the “**Administrative Order**”), AlixPartners, LLP (“**AlixPartners**”), restructuring advisors to the above-captioned Debtors and debtors in possession (collectively, the “**Debtors**”), hereby files its interim fee application (the “**Interim Fee Application**”) for compensation for hours worked and services rendered and reimbursement for expenses incurred during the period of April 16, 2009, through August 31, 2009 (the “**Interim Fee Period**”) and seeking approval of and authority to apply the retainer to fees earned and expenses incurred immediately prior to the Petition Date in connection with the Debtors’ restructuring that exceeded the amounts of, or could not be included within, estimated invoices. Specifically, AlixPartners seeks approval of \$3,983,457.20 in fees earned (i.e., 80% of total earned fees of \$4,979,321.50) and \$231,207.27 in expenses incurred during the

¹ A list of the Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, is attached hereto as **Exhibit “D”**.

Interim Fee Period, for a total of \$4,214,664.47 payable. In support of its Interim Fee Application, AlixPartners respectfully represents as follows:

Background

1. On April 16, 2009 (the “**Petition Date**”), the Debtors filed petitions with the Court under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code.

2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

3. On May 26, 2009, the Court entered an Order Authorizing the Debtors to Employ and Retain AlixPartners, LLP as their Restructuring Advisors *Nunc Pro Tunc* to the Petition Date (the “**Retention Order**”) in accordance with the terms and conditions of AlixPartners’ engagement letter with the Debtors (as referenced in the Retention Order, the “**Engagement Letter**”). The court entered an amended Retention Order (the “**Amended Retention Order**”) on July 13, 2009.

4. On May 27, 2009, the Court signed the Administrative Order authorizing certain professionals to submit applications for interim compensation and reimbursement of expenses on a monthly basis pursuant to the procedures specified therein.

5. As expressly provided in the Engagement Letter, a retainer was provided to AlixPartners and such funds were authorized by the Debtors to be applied to fees earned and expenses incurred pre-petition. However, AlixPartners earned fees and incurred expenses, in the aggregate amount of \$35,007.76, that were in excess of amounts of, or could not be

included within, the estimated amounts for which AlixPartners invoiced the Debtors immediately prior to the Petition Date.

Legal Standards

6. All services for which compensation is requested by AlixPartners were performed for or on behalf of the Debtors.

7. Except for payments from the Debtors as provided for in its Interim Fee Application to this Court, AlixPartners has received no payment and no promises of payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Interim Fee Application. There is, and has been, no agreement or understanding between AlixPartners and any other entities for the sharing of compensation to be received for services rendered in these cases.

8. Pursuant to the Engagement Letter, as approved and amended by the terms of the Amended Retention Order, AlixPartners is entitled to compensation for fees earned and reimbursement of expenses incurred in its role assisting the Debtors during the pendency of the Debtors' chapter 11 cases. During the Interim Fee Period, AlixPartners earned fees in the amount of \$4,979,321.50 and incurred expenses in the amount of \$231,207.27.

Services provided to the Debtors for the Interim Fee Period as follows:

Cash Flow and Liquidity Forecasting

- Developed and maintained 13 week and two year cash flow models. Models were used by the Company in forecasting availability liquidity throughout the bankruptcy.
- Developed and maintained long-term cash flow analyses which included potential sources and uses at emergence, debt service and tax impacts.

Analysis to Support Entity by Entity Recovery Analysis

- Developing a recovery model to calculate recoveries to all classes of claimants by legal entity.
- Analysis of guarantees and impact on review of potential impact on recovery analysis.
- Coordinated analysis for entity by entity review meetings with client and counsel.
- Created database to provide projected claims information by legal entity based on Scheduled information and accrued liabilities.

Development of Strategy

- Worked with GGP management to develop a property by property 10 year projection/business plan.
- Prepared and presented materials to board of directors regarding case strategy, business plan and cash flows.
- Worked with management and investment bank to develop scoring methodology to rank properties.
- Worked with management and investment bank to identify properties which could be possible disposition candidates.
- Developed and made presentations to various creditor constituents regarding case progress and strategy, including presentations to the UCC and its advisors, and advisors to the exchangeable note holders.
- Worked with management and debtors' investment bank to develop a restructuring proposal to secured lenders.

Assisted GGP in Obtaining DIP Loan and Adequate Protection Order

- Prepared analysis and testimony for adequate protection and DIP hearing.
- Developed and implemented method of tracking cash which enabled client to obtain adequate protection order.

Assisted GGP in Litigation Regarding Motions to Dismiss

- Prepared analysis and testimony for motions to dismiss hearing.
- Prepared for and participated in depositions.

Analysis of Intercompany Accounts

- Develop intercompany review plan and initiate review of validity of prepetition intercompany accounts.
- Analysis of post-petition intercompany accounts in order to assist Company in maintaining appropriate cash balances in main operating account.
- Reviewed intercompany debt and asset transactions in the books and records to identify unbalanced entries between entities. Coordinated and reconciled various intercompany transactions with the Debtors.

Managed Due Diligence

- Responded on behalf of the Company to multiple information requests from a variety of parties of interest in the case.

Petition Filing and First Day Motions

- Created database to systematically create approximately 400 petitions with Debtor specific information populated.
- Coordinated with counsel and the Debtor to prepare information for First Day Motions for various types of relief sought.

- Developed reporting tool to track payments against cap amounts authorized by the Bankruptcy Court.
- Coordinated with UCC advisors to facilitate exchange of information related to various notice provisions within First Day Motions.

Claims Resolution and Bar Date Notice Mailing

- Provided data for bar date notices sent to over 100,000 potential creditors. Created and collected information for pre-printed proof of claim forms for Scheduled creditors and detailed invoice listing for specific creditors.
- Reviewed over 1,500 proofs of claims filed and created a database for tracking, reconciling, matching and categorizing filed and Scheduled claims. Worked with the Debtors on implementing the beginning stages of the claims resolution process.
- Participated in claims resolution committee with the Debtor to review settlements of pre-petition obligations.

Schedules of Assets & Liabilities and Statements of Financial Affairs

- Reviewed the books and records of the Debtors to prepare bankruptcy Schedules of Assets and Liabilities and Statements of Financial Affairs for nearly 400 Debtor legal entities.
- Coordinated with multiple groups within the company to consolidate decentralized contract and other information not contained in the Debtors books and records. Provided management with summarized information on a consolidated entity level for discussion and review.

Case Management Activities

- Reviewed General Growth's corporate structure of over 800 legal entities and nearly 400 Debtor entities. Provided support and guidance to the Debtor to create a legal entity structure view of all assets and liabilities at each Debtor entity.
- Assisted the Debtors with preparation of Monthly Operating Reports. Worked with the Debtors' accounting department to create system-generated reports to simplify the MOR reporting process.

Attached as **Exhibit "A"** is a summary of professional fees earned for services rendered during the Interim Fee Period. The attachment references the name of the person working on the engagement, the title of such person, number of hours worked on the engagement in the Interim Fee Period, the rate of such person and the amount of compensation sought for such person as well as an average hourly blended rate for all persons working on the engagement during the Interim Fee Period. In accordance with the Amended Retention Order, AlixPartners applies a 50% discount to hourly charges for travel time.

9. AlixPartners may determine, from time to time, to augment its professional staff with independent contractors (each an "**Independent Contractor**") in these chapter 11 cases. AlixPartners' standard practice is to charge for an Independent Contractor's services at the rate equal to the compensation provided by AlixPartners to such Independent Contractor. AlixPartners did not use Independent Contractors during this Interim Fee Period.

10. Attached as **Exhibit "B"** is a summary of expenses incurred by AlixPartners during the Interim Fee Period in connection with its role assisting the Debtors; such

expenses include, among other matters, airfare, transportation costs, lodging, meals, and telephone charges.

11. Attached as **Exhibit “C”** is a listing of detailed time entries arranged by project category for hours worked and services provided by AlixPartners’ professionals during the Interim Fee Period.

12. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by AlixPartners is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

13. The undersigned hereby states that AlixPartners has reviewed the requirements of the Local Rules for the United States Bankruptcy Court for the Southern District of New York (the “**Local Rules**”) as well as the Administrative Orders of this Court dated June 24, 1991, and April 21, 1995, and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 dated January 30, 1996, (collectively, the “**Guidelines**”) and to its knowledge believes that this Interim Fee Application substantially complies with such Local Rules and Guidelines.

Relief Requested

14. Pursuant to the Administrative Order, and the 20% hold-back required therein, AlixPartners is hereby requesting payment of 80% of its fees earned (\$3,983,457.20) and 100% of its expenses incurred (\$231,207.27) for a total of \$4,214,664.47. In accordance with the Administrative Order, notice of this Application has

been provided to: the Debtors, Counsel for the Debtors, Counsel for Certain Subsidiaries of the Debtors, Counsel for the Debtors' Post-Petition Lenders, the Office of the United States Trustee, Counsel for the Committee and any other Statutory Committee appointed in these cases and all parties that have filed a notice of appearance with the Clerk of the Court pursuant to Bankruptcy Rule 2002 and requested such notice. In light of the nature of the relief requested herein, AlixPartners submits that no other or further notice is required.

15. AlixPartners seeks approval of and authority to apply the retainer, as anticipated by the Engagement Letter, to fees earned and expenses incurred, in the amount of \$35,007.76, prior to the Petition Date in connection with the Debtors' restructuring that exceeded the amounts of, or could not be included within, the estimated invoices.

WHEREFORE, AlixPartners respectfully requests (i) that, as anticipated in the Engagement Letter, this Court approve and authorize AlixPartners to apply the retainer to fees earned and expenses incurred prior to the Petition Date in the amount of \$35,007.76 in connection with the Debtors' restructuring, which fees and expenses exceeded amounts of, or could not be included within, estimated invoices (ii) that this Court authorize payments of compensation for professional services rendered in the amount of \$3,983,457.20 (i.e., 80% of \$4,979,321.50) and reimbursement for expenses incurred in the amount of \$231,207.27 during the Interim Fee Period, for a total of \$4,214,664.47; and (iii) that this Court grant AlixPartners such other and further relief as is just.

Dated: October 27, 2009

ALIXPARTNERS, LLP

/s/ James Mesterharm

James Mesterharm
Managing Director
2000 Town Center, Suite 2500
Southfield, MI 48075

EXHIBIT A

General Growth Properties, Inc.

**Summary of Professional Fees Earned
During the Fee Statement Period (April 16, 2009 through August 31, 2009)**

Name of Professional	Title	Hourly Rate	Apr-09 May-09					Total Compensation
				Jun-09	Jul-09	Aug-09	Total Hours	
James Mesterharm	Managing Director	\$ 790.00	331.1	190.0	181.4	160.4	862.9	\$ 681,691.00
Todd Brents	Managing Director	\$ 730.00	39.1	3.8	7.8	2.8	53.5	39,055.00
John Dischner	Director	\$ 595.00	340.1	202.9	177.6	195.6	916.2	545,139.00
Adam Sanderson	Director	\$ 555.00	334.6	237.1	212.3	229.5	1,013.5	562,492.50
Brenda Miller	Director	\$ 510.00	297.1	166.6	198.3	156.4	818.4	417,384.00
Scott Matrenec	Director	\$ 510.00	449.4	217.5	190.2	212.0	1,069.1	545,241.00
Clayton Gring	Vice President	\$ 450.00	468.0	228.8	303.0	265.8	1,265.6	569,520.00
Michael DeGraf	Vice President	\$ 450.00	321.0	212.8	213.9	213.0	960.7	432,315.00
Scott Jarrell	Vice President	\$ 395.00	139.3	208.2	252.0	253.7	853.2	337,014.00
Spencer M. Ware	Associate	\$ 365.00	402.3	263.8	277.8	235.5	1,179.4	430,481.00
Christopher Rubel	Associate	\$ 295.00	-	-	3.2	-	3.2	944.00
Yusra Alsayyad	Associate	\$ 295.00	206.8	-	-	-	206.8	61,006.00
Lowell Thomas	Associate	\$ 265.00	426.2	282.0	294.8	239.4	1,242.4	329,236.00
Jarrin McCreery	Analyst	\$ 260.00	238.8	258.1	233.7	242.5	973.1	253,006.00
Deanna J. Postlewait	Analyst	\$ 235.00	-	6.3	-	-	6.3	1,468.75
Anne Hollingsworth	Paraprofessional	\$ 200.00	17.1	-	-	-	17.1	3,420.00
Julia Mysinger	Paraprofessional	\$ 200.00	-	-	-	1.7	1.7	340.00
Travis Haber	Paraprofessional	\$ 180.00	-	-	-	18.0	18.0	3,240.00
Erin Green	Paraprofessional	\$ 170.00	-	3.5	-	-	3.5	595.00
Total Hours and Fees Earned							<u>11,464.6</u>	<u>\$ 5,213,588.25</u>
Less: Post Petition – 50% Travel								<u>(234,266.75)</u>
Net Total Fees Earned								<u>\$ 4,979,321.50</u>

Average Blended rate = \$434.32
(Calculated by dividing net of travel total fees to total hours)

EXHIBIT B

General Growth Properties, Inc

**Summary of Expenses Incurred
During the Fee Statement Period (April 16, 2009 through August 31, 2009)**

Expense Categories	May-09	June-09	July-09	August-09	TOTAL
Airfare	\$ 36,131.31	\$ 16,305.49	\$ 20,699.29	\$ 12,466.83	\$ 85,602.92
Cab Fare/Ground Transportation	8,644.13	7,112.77	8,624.57	5,524.96	29,906.43
Lodging	35,953.58	22,847.18	26,943.00	12,970.98	98,714.74
Meals & Tips	2,482.28	2,514.87	807.33	718.33	6,522.81
Other	905.44	65.00	(186.18)		784.26
Phone - Internet Access	88.49	-	29.90	20.26	138.65
Parking & Tolls	1,896.11	397.00	1,905.00	504.00	4,702.11
Copy Costs (Outside Source)	8.75	-	-	-	8.75
Supplies	19.98	132.95	-	-	152.93
Postage/Messenger/Courier	-	27.12	-	12.56	39.68
Client Meals & Entertainment	198.28	-	20.00	81.57	299.85
Meals - Engagement Team	7,632.36	4,206.22	2,136.08	740.00	14,714.66
Long Distance Calls	88.69	-	567.96	10.11	666.76
TOTAL	\$ 94,049.40	\$ 53,608.60	\$ 61,546.95	\$ 33,049.60	\$ 242,254.55
Less Expense Reduction*					(11,047.28)
Net Total					\$ 231,207.27

* Expenses were reduced by \$6,683.33 for the period through May, and by \$4,363.95 for the June invoice period for a grand total reduction of \$11,047.28 due to recommended adjustments from the office of the United States Trustee.

EXHIBIT C

**Detailed Time Entries for Hours Worked and Services Performed
During the Fee Statement Period (April 16, 2009 through August 31, 2009)**

May 31, 2009

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Re: Post Petition - Financial Advisory
Client: 005717
Inv. No.: 2019879

Federal Tax Id 38-3637158

For Professional Services: April 16, 2009 through April 30, 2009

Current Charges:		Hours	Rate	Amount
Jarrin McCreery	Analyst	32.00	260.00	8,320.00
Lowell Thomas	Associate	168.40	265.00	44,626.00
Yusra Alsayyad	Associate	114.00	295.00	33,630.00
Spencer M Ware	Associate	165.60	365.00	60,444.00
Clayton Gring	Vice President	160.20	450.00	72,090.00
Michael DeGraf	Vice President	127.00	450.00	57,150.00
Brenda Miller	Director	112.00	510.00	57,120.00
Scott Matrenec	Director	163.10	510.00	83,181.00
Adam Sanderson	Director	113.20	555.00	62,826.00
John Dischner	Director	101.30	595.00	60,273.50
Todd Brents	Managing Director	27.60	730.00	20,148.00
James Mesterharm	Managing Director	110.00	790.00	86,900.00
Total Hours & Fees		<u>1,394.40</u>		<u>646,708.50</u>
Less 50% Travel				(28,690.00)
Subtotal				<u>618,018.50</u>
Expenses				<u>22,646.95</u>
Total Amount Due			USD	<u>640,665.45</u>

Please reference the invoice number noted above on any payment remittance. Thank You.

Send electronic remittance to:

Send check remittance to:

Account Name: AlixPartners, LLP
Account Number: 003-58897
Bank Name: Deutsche Bank
ABA: 021-001-033

AlixPartners, LLP
P.O. Box 5838
Carol Stream, IL 60197-5838

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Project Code	Description	Amount
005717.00100	Post Petition - Financial Advisory	54,630.00
005717.00101	Post Petition - CMS Related Work	29,518.50
005717.00102	Post Petition - Travel billed at 50%	57,380.00
005717.00103	Cash Forecasting/Cash Planning	145,094.00
005717.00104	DIP Lender Activities	6,131.50
005717.00105	Business Plan Activities/Cost Reduction	22,811.00
005717.00106	Claims Analysis/Settlement Related Work	61,052.50
005717.00107	Individual Entity Analysis	40,808.00
005717.00108	Executory Contract Review & Analysis	612.00
005717.00110	MOR Reporting	6,763.50
005717.00112	Schedules & SOFAs	29,036.00
005717.00114	Intercompany Review & Analysis	56,198.00
005717.00115	Constituent Communication & Discussion	38,420.00
005717.00116	Financial Analysis	98,253.50
Total Fees Incurred		646,708.50



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Expenses	Amount
Airfare Change Fees	190.00
Airfare	11,526.90
Cab Fare/Ground Transportation	2,360.01
Client Meals & Entertainment	14.76
Phone - Internet Access	57.35
Lodging	7,257.72
Meals & Tips	167.08
Other	385.34
Parking & Tolls	395.00
Long Distance Calls	46.84
Meals - Engagement Team	245.95
Total Disbursements	22,646.95

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2019879-1

Re: Post Petition - Financial Advisory
 Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
04/16/09	JAM	Review first day motions for testimony preparation	3.40
04/16/09	JAM	Prepare for testimony with Weil attorneys regarding first day relief on cash management system, cash collateral, employee motion and critical vendors.	2.20
04/16/09	JAM	Attend phone calls with US trustee regarding requested relief on critical vendors.	0.30
04/16/09	JAM	Review analysis related to critical vendor payments and discuss with Weil.	0.60
04/16/09	JAM	Phone calls with treasury, Weil, and certain banks regarding guidance on debtor vs. non debtor bank accounts and whether to freeze accounts or honor checks presented for payment.	0.70
04/16/09	TBB	Discuss and review post-filing tasks with staff. Planning activities for key actions.	1.70
04/17/09	JAM	Case strategy planning call with Weil attorneys.	0.70
04/18/09	JAM	Case planning call with K&E and Weil regarding the week's calendar and next steps in restructuring case.	0.90
04/20/09	JAM	Prepare for and attend WIP call to discuss open case issues with legal team and internal employees	1.80
04/20/09	JAM	Prepare for and attend planning meeting to discuss updates on debt capacity, value allocation model, LTV matrices, second day hearings and an update on the status of Statement of Financial Affairs (SOFA's), Schedules, and MOR's	2.40
04/20/09	JAM	Call with Weil to discuss case strategy and update on results of SPE board meeting.	1.10
04/20/09	JAM	Prepare for Tuesday morning senior restructuring call.	0.60
04/20/09	JAM	Review materials for restructuring planning meeting.	0.70
04/20/09	BM	Prepare for, attend and debrief from WIP Call. Discuss open items and review task list with team.	1.30
04/20/09	TBB	Prepare for and attend planning meeting with staff.	2.80
04/20/09	TBB	Review of initial MOR requirements and materials for	2.40

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2019879-1

Re: Post Petition - Financial Advisory
 Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
		Trustee Initial Debtor Interview meeting. Discuss with staff.	
04/20/09	TBB	Review of pending first day motions. Discuss various issues with staff.	1.80
04/21/09	TBB	Review of pending first day motions/prep for hearing. Discuss various issues with staff.	0.80
04/21/09	JAM	Prepare for and attend Senior Team Meeting.	2.20
04/21/09	JAM	Prepare for and attend restructuring planning meeting.	3.20
04/21/09	JAM	Discussion with Joel Bayer around potential additional filers.	0.60
04/21/09	JAM	Meeting with A. Metz and T. Nolan to discuss restructuring strategy, next steps on business plan and related financial analysis, and preparation for creditors formation meeting.	1.80
04/22/09	BM	Attend, prepare and debrief from WIP call. Discuss open issues with team.	0.70
04/22/09	JAM	Prepare for court hearing including review of motions and support numbers related to requested relief.	1.60
04/23/09	JAM	Attend discussion regarding case strategy and update with senior management	0.60
04/23/09	JAD	Work relating to recovery analysis development.	2.20
04/23/09	TBB	Review pleadings, discuss issues with staff. Assist in preparation for 4/24 hearing.	2.50
04/24/09	JAD	Review and edit interco memo.	2.00
04/24/09	JAD	Work relating to development of recovery analysis, including discussions with staff.	1.50
04/24/09	JAD	Prepare for meeting with Z. Hoyt regarding cash management and bankruptcy cash control process. Follow-up with staff.	0.80
04/24/09	BM	Attend, prepare and debrief from WIP call. Discuss open issues and new tasks with team.	1.10
04/25/09	JAD	Review LTV and maturity info and groupings by lender. Email to staff regarding.	0.50
04/25/09	JAD	Prep for and attend meeting to review LTV and maturity	0.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2019879-1

Re: Post Petition - Financial Advisory
Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
		info with A. Metz.	
04/25/09	AS	Prepare updates to intercompany memo and analysis	2.40
04/27/09	TBB	Prepare for and attend meeting with staff and legal re: SOFAS project planning.	3.20
04/27/09	TBB	Discuss a/p and intercompany cutoff issues with staff; review tentative transaction summary and draft of intercompany procedures.	2.40
04/27/09	BM	Attend, prepare and debrief from WIP call. Discuss open issues with team. Discuss tracking of payments with Alix and GGP team.	2.20
04/27/09	JAM	Attend WIP call to discuss case strategy and coordination issues.	1.30
04/27/09	JAM	Attend restructuring strategy meeting with Weil, K&E, MB and company staff.	3.30
04/27/09	JAM	Discussion with staff regarding final hearings and potential modification of relief sought.	0.80
04/28/09	JAM	Meeting regarding professional fee reviews and payments with CFO, GC, and accounting staff.	0.80
04/28/09	JAM	Attend Tuesday senior leader restructuring call to discuss case strategy.	1.10
04/28/09	JAM	Attend meeting with client personnel to discuss restructuring options.	1.10
04/28/09	JAM	Prepare for and attend meeting to discuss debt issues.	2.10
04/28/09	JAM	Discussion with K&E regarding restructuring strategies.	0.90
04/28/09	BM	Prepare for, attend and debrief from pre-petition payment tracking process and procedures with GGP team. Discuss logistics with smaller teams.	1.80
04/29/09	BM	Prepare for, attend and debrief from WIP call. Discuss outstanding issues with team.	1.30
04/29/09	JAD	Prep for and calls with parties in interest regarding cash management and liquidity.	1.90
04/30/09	JAM	Prepare for and attend senior restructuring leadership call to	1.90



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Invoice # 2019879-1

Re: Post Petition - Financial Advisory
Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
		discuss case strategy.	
Total Hours			76.50



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Invoice # 2019879-1

Re: Post Petition - Financial Advisory
Client/Matter # 005717.00100

Fee Recap:

Consultant	Hours	Rate	Amount
Todd Brents	17.60	730.00	12,848.00
James Mesterharm	38.70	790.00	30,573.00
John Dischner	9.40	595.00	5,593.00
Brenda Miller	8.40	510.00	4,284.00
Adam Sanderson	2.40	555.00	1,332.00
Total Hours & Fees	76.50		54,630.00

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2019879-2

Re: Post Petition - CMS Related Work
 Client/Matter # 005717.00101

Date	Consultant	Description of Services	Hours
04/16/09	MDD	Review and updates to creditor matrix for noticing first day parties, correspondence	3.90
04/17/09	MDD	Review and updates to creditor matrix for noticing first day parties, correspondence	3.90
04/20/09	AS	Prepare for and met with AlixPartners team regarding list and detail of pending case issues.	2.70
04/20/09	AS	Met with GGP Accounts Payable segregation team regarding open issues related to the AP cutoff.	1.80
04/20/09	MDD	Review and correspondence of various creditor issues arising from their receipt of bankruptcy notices	0.80
04/20/09	MDD	Review and analysis of property-level lender information for cash collateral motion, edits to exhibits, correspondence	1.40
04/20/09	MDD	Preparation and participation in team status and planning meeting	2.30
04/21/09	MDD	Review and correspondence of various creditor issues arising from their receipt of bankruptcy notices	1.10
04/21/09	MDD	Review and analysis of property-level lender information for cash collateral motion, edits to exhibits, correspondence	3.90
04/21/09	AS	Review emails regarding status of finalization of JDE filing entity coding.	0.40
04/21/09	AS	Prepare exhibits for the cash collateral motion.	3.80
04/22/09	AS	Prepared for and attended WIP team meeting.	0.70
04/22/09	MDD	Review and correspondence of various creditor issues arising from their receipt of bankruptcy notices	0.60
04/22/09	MDD	Review and analysis of property-level lender information for cash collateral motion, edits to exhibits, correspondence	3.70
04/23/09	MDD	Review and correspondence of various creditor issues arising from their receipt of bankruptcy notices	0.70
04/23/09	MDD	Review and analysis of property-level lender information for cash collateral motion, edits to exhibits, correspondence	2.80
04/24/09	MDD	Review and correspondence of various creditor issues arising from their receipt of bankruptcy notices	0.80

General Growth Properties
 Adam Metz, CEO
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 Chicago, IL 60606

Invoice # 2019879-2

Re: Post Petition - CMS Related Work
 Client/Matter # 005717.00101

Date	Consultant	Description of Services	Hours
04/24/09	MDD	Review and analysis of property-level lender information for cash collateral motion, edits to exhibits, correspondence	1.60
04/27/09	MDD	Review and correspondence of various creditor issues arising from their receipt of bankruptcy notices	3.30
04/28/09	MDD	Review and correspondence of various creditor issues arising from their receipt of bankruptcy notices	3.10
04/28/09	AS	Prepared for and met with company accounting department regarding the tracking of first day motion caps.	2.10
04/28/09	AS	Review payment process diagrams regarding pre and postpetition payments.	0.90
04/28/09	AS	Research various items regarding cash collateral motion.	1.50
04/29/09	MDD	Review and correspondence of various creditor issues arising from their receipt of bankruptcy notices	3.80
04/29/09	AS	Prepare for and met with client personnel regarding prepetition payment tracking and post petition payment processing.	2.70
04/30/09	MDD	Review and correspondence of various creditor issues arising from their receipt of bankruptcy notices	3.60
04/30/09	AS	Review prepetition payment process flow diagram to understand proposed process. Met with client to review.	3.10
Total Hours			61.00



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Invoice # 2019879-2

Re: Post Petition - CMS Related Work
Client/Matter # 005717.00101

Fee Recap:

Consultant	Hours	Rate	Amount
Adam Sanderson	19.70	555.00	10,933.50
Michael DeGraf	41.30	450.00	18,585.00
Total Hours & Fees	61.00		29,518.50

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2019879-3

Re: Post Petition - Travel billed at 50%
 Client/Matter # 005717.00102

Date	Consultant	Description of Services	Hours
04/16/09	JAM	Commute to and from and attend first day hearing.	3.50
04/17/09	JAM	Travel time from NY to Chicago	5.00
04/17/09	SMW	Travel from Client.	4.50
04/17/09	BM	Travel from LGA - ORD.	3.90
04/17/09	LT	ORD - LGA	5.00
04/17/09	CGG	ORD - DFW	4.00
04/19/09	SMW	Travel to Client.	4.50
04/20/09	AS	Travel from Dallas to Chicago	4.00
04/20/09	CGG	DFW - ORD	4.00
04/20/09	LT	LGA - ORD (Worked for 2 hours on the plane)	3.00
04/20/09	TBB	Travel to Chicago.	3.00
04/22/09	JAM	Travel to NY for court hearing and creditors formation meeting.	5.00
04/23/09	JAM	Prepare for, travel to and from, and attend court hearing.	5.30
04/24/09	JAM	Travel time NY to Chicago	5.00
04/24/09	CGG	ORD - DFW	4.00
04/24/09	SMW	Travel from Client.	4.50
04/24/09	LT	ORD - LGA	5.00
04/24/09	TBB	Travel from Chicago.	3.50
04/24/09	AS	Travel home from client.	4.30
04/27/09	JM	STL to ORD	2.00
04/27/09	AS	Travel to client.	4.50
04/27/09	TBB	Travel to Chicago.	3.50
04/27/09	LT	LGA - ORD	5.00
04/27/09	SMW	Travel to Client.	4.50
04/27/09	CGG	DFW - ORD	4.00
04/30/09	CGG	ORD - DFW	4.00
04/30/09	LT	ORD - LGA	5.00
Total Hours			113.50



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General Growth Properties
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Invoice # 2019879-3

Re: Post Petition - Travel billed at 50%
Client/Matter # 005717.00102

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2019879-3

Re: Post Petition - Travel billed at 50%
 Client/Matter # 005717.00102

Fee Recap:

Consultant	Hours	Rate	Amount
Todd Brents	10.00	730.00	7,300.00
James Mesterharm	23.80	790.00	18,802.00
Brenda Miller	3.90	510.00	1,989.00
Adam Sanderson	12.80	555.00	7,104.00
Clayton Gring	20.00	450.00	9,000.00
Lowell Thomas	23.00	265.00	6,095.00
Spencer M Ware	18.00	365.00	6,570.00
Jarrin McCreery	2.00	260.00	520.00
Total Hours & Fees	113.50		57,380.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2019879-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
04/16/09	CGG	Worked with model to begin incorporating newly received forecasting information.	3.80
04/16/09	CGG	Prepared for and worked with external staff to continue to refine mall level cash activity for reporting purposes.	3.40
04/16/09	CGG	Continued to work with 13 week cash model to update for timing and updated cash balance information.	2.30
04/16/09	CGG	Worked with external staff to prepare filer versus non filer cash need analysis.	1.20
04/16/09	SMW	Calculation of 4 week property level spend on a property by property basis.	2.70
04/16/09	LT	Updated weekly summary of cash activity.	2.00
04/16/09	LT	Updated debt forecast in property level cash model.	1.50
04/16/09	LT	Updated debt forecast in 13 week cash model.	1.50
04/16/09	LT	Updated weekly GGMI cash activity.	1.00
04/16/09	LT	Updated weekly cash variance analysis.	1.50
04/16/09	LT	Finalized weekly cash variance analysis.	2.40
04/16/09	CGG	Created property level spend analysis for bankruptcy impacts to malls (i.e. critical vendor and utility deposits).	2.30
04/16/09	CGG	Worked with external staff to prepare property level reconciliations for 30 day spend analysis.	3.20
04/16/09	SMM	Analysis of property level expenditures	3.80
04/16/09	SMM	Review of cash forecast	3.50
04/16/09	SMM	Review projected property level cash flow	3.30
04/16/09	SMW	Calculation of 4 week property level spend on a property by property basis.	2.40
04/17/09	SMM	Review of cash forecast	3.10
04/17/09	SMM	Review cash reporting information	2.60
04/19/09	SMM	Review of mall level cash flow and debt service assumptions	3.70
04/19/09	SMM	Analysis of cash flow forecast	3.40
04/19/09	BM	Prepare and revise Case Management Service task list and	1.20

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Invoice # 2019879-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
		send to Case Management Service team.	
04/20/09	SMM	Review of cash flow forecast	3.60
04/20/09	CGG	Worked with 13 week cash model to roll analysis forward and carry projection out one week.	3.80
04/20/09	CGG	Prepared for and participated in meeting with external staff to discuss status of case and next steps for team.	2.60
04/20/09	CGG	Worked with internal and external staff to refine weekly cash forecasts based on developments in hearings with court and pending motions.	3.10
04/20/09	CGG	Continued to work with cash model to consolidate adjustments to company forecast and roll model out one week.	2.30
04/20/09	JAM	Phone call with Weil to discuss cash management issues regarding bank account usage.	0.80
04/21/09	CGG	Worked with property level cash model to prepare overhead pushdown and continue to further transition.	2.70
04/21/09	CGG	Prepared property level analyses at the request of creditor advisors. Delivered to external staff for review.	3.70
04/21/09	CGG	Continued to work with 10 year revenue forecast to prepare revenue stress test analyses. Queried data and began categorization exercises.	3.20
04/21/09	CGG	Continued to work with property level forecasts to complete transition of model.	2.40
04/21/09	CGG	Prepared for and met with various members of internal staff regarding 10 year revenue forecast production and analyses.	1.40
04/21/09	SMM	Review of cash forecast	3.20
04/21/09	SMM	Prepare cash forecast information	3.40
04/21/09	LT	Updated weekly issued checks and Automated Clearing House (ACHs).	2.30
04/21/09	LT	Updated weekly miscellaneous disbursements.	2.10
04/21/09	LT	Updated weekly controlled disbursements.	1.60
04/21/09	LT	Updated weekly intercompany data.	2.20

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Invoice # 2019879-4

Re: Cash Forecasting/Cash Planning
 Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
04/21/09	LT	Updated weekly bank balances and cash position.	1.20
04/21/09	YA	Filter and categorize weekly bank data received from treasury	0.70
04/22/09	YA	Actuals: Filter, categorize and summarize weekly checks and ACH data	0.80
04/22/09	CGG	Worked with forecast data from internal and external staff to prepare property level cash forecasts for 2008 lender properties.	3.20
04/22/09	CGG	Continued to develop property level cash forecasts to satisfy requests from 2008 property lenders.	3.10
04/22/09	CGG	Review of cash forecast based on court orders and planned motions.	3.40
04/22/09	CGG	Calculated unsecured interest expense based on information from internal staff to prepare for meeting with external staff.	1.10
04/22/09	CGG	Updated property level cash forecasts for 2008 lender properties based on feedback from external staff. Submitted to external legal staff for delivery.	2.10
04/22/09	SMM	Review of cash forecast	3.60
04/22/09	SMM	Review property level disbursements	2.90
04/22/09	LT	Updated weekly debt payment data; secured interest and principal.	2.10
04/22/09	LT	Updated weekly wire payment data.	2.70
04/22/09	LT	Investigated miscellaneous wire payments.	1.90
04/22/09	LT	Summarized weekly cash activity.	2.30
04/22/09	LT	Updated bank account listing.	0.90
04/22/09	LT	Updated weekly joint venture distributions and contributions.	1.10
04/23/09	LT	Updated weekly cash variance analysis.	1.60
04/23/09	LT	Summarized pre and post petition cash activity.	2.10
04/23/09	LT	Updated weekly income tax payment information.	1.20
04/23/09	LT	Summarized weekly non-filer cash activity.	0.90

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Invoice # 2019879-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
04/23/09	SMM	Review of cash forecast	3.10
04/23/09	SMM	Prepare cash information related to new filers	2.60
04/23/09	SMW	Assisted with organizing property level cash flow information.	2.80
04/23/09	CGG	Prepared R24 entity mapping analysis to communicate desired legal entity cash forecasting layout to internal staff.	2.40
04/23/09	CGG	Worked with information from internal and external staff to prepare working 2 year cash forecasts to be provided to potential DIP lenders.	3.60
04/23/09	CGG	Continued to work with information from internal staff to prepare property level forecasting in preparation for court filings.	2.10
04/23/09	CGG	Prepared various 13 week cash forecasts at the request of external staff to prepare for court filings.	3.20
04/23/09	CGG	Worked with external staff to prepare property level spend analyses at the request of external legal staff.	2.20
04/24/09	YA	Actuals: Using list of non-debtor bank accounts, provide categorization suggestion for each entry.	2.30
04/24/09	CGG	Worked with R24 data and legal entity mappings to update desired R24 mapping solution. Delivered to external staff for review.	0.80
04/24/09	CGG	Created mall level spend analysis. Delivered to internal staff for review.	2.20
04/24/09	CGG	Began working with information from external staff to create data table to support property level cash model.	1.50
04/24/09	LT	Finalized weekly cash variance analysis.	2.10
04/25/09	CGG	Prepared non filer cash forecast analysis based on request from potential DIP lenders.	2.80
04/25/09	CGG	Began working with R24 file to prepare property specific cash forecast analyses based on request from potential DIP lenders.	2.90
04/25/09	SMM	Review of cash forecast	1.60

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Invoice # 2019879-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
04/26/09	JAM	Review non debtor cash forecast files and provide comments.	0.60
04/26/09	CGG	Prepared property specific 2 year cash flow analysis based on request from potential DIP lenders.	3.70
04/26/09	CGG	Worked with external staff to satisfy questions regarding non filer cash forecast to be provided to potential DIP lenders.	2.40
04/26/09	SMM	Review of cash forecast	1.30
04/27/09	YA	Actuals: Filter, summarize, and categorize weekly issued checks and ACH file.	1.90
04/27/09	LT	Prepared cash variance analysis for 13-week cash forecast filed with court.	1.50
04/27/09	JAM	Call regarding cash traps and payment of taxes.	0.80
04/27/09	JAM	Discussion with team around analyses that need to be prepared regarding cash traps, intercompany tracking, and property cash flows.	1.20
04/27/09	SMM	Review of cash forecast	3.00
04/27/09	SMM	Review cash balance information	2.20
04/27/09	CGG	Prepared 2009 & 2010 property level cash analyses.	2.30
04/27/09	CGG	Worked with March R24 forecast to prepare cash forecast data table for 2009 and 2010. Data table used in property level forecast.	3.10
04/27/09	CGG	Updated non filer and Goldman property analysis at the request of external staff. Delivered to financial advisor to satisfy request from potential DIP lenders.	2.70
04/27/09	CGG	Continued to work with property level data to prepare net cash forecasts for 2009 and 2010.	2.40
04/27/09	CGG	Continued to work with property level March forecast data to prepare data table and property level cash forecasts.	1.80
04/28/09	SMW	Assisted in the updated of property level cash flow models.	3.10
04/28/09	YA	Discuss how to set up reporting process to flag prepetition payments. Query check and ACH file.	2.10

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Invoice # 2019879-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
04/28/09	LT	Investigated income tax payments for week ended 4/17/09.	1.10
04/28/09	LT	Investigated debt payments for week ended 4/17/09.	0.90
04/28/09	LT	Updated bank account balances for 4/17/09.	1.20
04/28/09	LT	Summarized disbursement detail for non-filing bank accounts.	2.60
04/28/09	LT	Updated list of active cash trapping properties.	1.20
04/28/09	LT	Updated 2-year forecast of secured interest and principal.	2.40
04/28/09	LT	Updated weekly issued checks and ACH data.	1.50
04/28/09	LT	Investigated non-filer wire payment activity for week ended 4/17/09.	1.60
04/28/09	SMM	Prepare and discuss forecasted spend with GGP management	2.70
04/28/09	SMM	Review property level cash forecast	3.70
04/28/09	SMM	Review of actual cash disbursements	2.80
04/28/09	SMM	Analysis of cash escrow accounts	2.40
04/28/09	CGG	Worked with external staff to prepare property level cash forecasts at the request of external staff.	4.00
04/28/09	CGG	Continued to work with external staff to create property level cash forecasts for 2010.	3.90
04/28/09	CGG	Prepared for and met with internal staff to discuss mapping of R24 forecast report.	1.30
04/28/09	CGG	Continued to work with forecast information from internal staff to prepare property level cash models at the request of external staff.	3.30
04/28/09	CGG	Investigated discrepancies between property level models and prepared adjustments analysis for property level cash flows.	3.60
04/28/09	CGG	Worked with external staff to prepare 2010 cash forecast reconciliation that tied to consolidated model.	2.40
04/28/09	SMW	Assisted in the updated of property level cash flow models.	3.60
04/29/09	CGG	Prepared 2009 property level cash forecasts to prepare reporting package for creditor advisors.	4.00

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Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
04/29/09	CGG	Continued to work with external staff to prepare 2009 property level cash forecasts at the request of external staff and creditor advisors.	3.60
04/29/09	CGG	Continued to work with external staff to prepare property level cash forecasts for delivery to external staff and creditor advisors.	3.80
04/29/09	CGG	Prepared property level cash forecast reconciliation to two year forecast provided to internal and external staffs.	3.70
04/29/09	CGG	Finalized property level cash forecasts and provided summary and cash forecasts to external staff for review.	3.80
04/29/09	SMM	Review property level cash spend	3.80
04/29/09	SMM	Review bank account information	2.60
04/29/09	LT	Updated weekly cash activity for week ended 4/24/09.	2.10
04/29/09	LT	Updated controlled disbursements for week ended 4/24/09.	1.20
04/29/09	LT	Updated wire payment data for week ended 4/24/09.	1.80
04/29/09	LT	Updated joint venture activity for week ended 4/24/09.	0.90
04/29/09	LT	Updated weekly cash variance analysis.	1.40
04/29/09	YA	Actuals: Categorize, filter weekly bank data received from treasury	1.30
04/29/09	YA	Prepetition/post petition split: Match list of checks issued with the ACH/Check file from week of filing to pull in account description in order to summarize what's being paid and confirm ties to allowed amounts.	1.80
04/29/09	SMW	Continued reviewing and assisted in updating cash flow models by property.	3.90
04/29/09	SMW	Summarized property level cash flow models.	2.80
04/29/09	SMW	Incorporated additional property level adjustments.	5.40
04/29/09	SMW	Reviewed presentations related to R-24 reconciliation and company overview.	1.20
04/29/09	SMW	Finalized property level adjustments to cash flow model and assisted in preparing presentation for lender and unsecured	3.90

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Invoice # 2019879-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
		advisors.	
04/30/09	LT	Revised cash trap analysis; updated account balances.	1.80
04/30/09	LT	Investigated MPC cash activity for week ended 4/24/09.	1.50
04/30/09	LT	Finalized weekly cash variance analysis.	2.10
04/30/09	LT	Broke out non-filer cash activity for week ended 4/24.	1.70
04/30/09	SMM	Review of 13 week cash forecast	3.10
04/30/09	SMM	Review property level cash information	3.60
04/30/09	SMM	Review of bankruptcy assumptions in cash forecast	2.70
04/30/09	CGG	Continued working with external staff to prepare property level cash forecasts for delivery to internal and external staff.	3.20
04/30/09	CGG	Prepared for and met with external staff to discuss property level cash forecasts and presentation package. Updated summary and entity models following meeting.	3.20
04/30/09	SMW	Continued reviewing and revising the property level cash flow.	4.70
04/30/09	SMW	Prepared for and attended meeting related to R-24 reconciliation memo.	0.90
04/30/09	SMW	Continued formatting and revising property level cash flow models.	4.20
04/30/09	SMW	Continued reconciling the cash flows by property.	3.20
Total Hours			348.50

General Growth Properties
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Invoice # 2019879-4

Re: Cash Forecasting/Cash Planning
 Client/Matter # 005717.00103

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	3.40	790.00	2,686.00
Scott Matrenec	81.30	510.00	41,463.00
Brenda Miller	1.20	510.00	612.00
Clayton Gring	140.20	450.00	63,090.00
Yusra Alsayyad	10.90	295.00	3,215.50
Lowell Thomas	66.70	265.00	17,675.50
Spencer M Ware	44.80	365.00	16,352.00
Total Hours & Fees	348.50		145,094.00

General Growth Properties
 Adam Metz, CEO
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 Chicago, IL 60606

Invoice # 2019879-5

Re: DIP Lender Activities
 Client/Matter # 005717.00104

Date	Consultant	Description of Services	Hours
04/16/09	YA	Review list of Goldman loan borrowers. Create spreadsheet listing borrowing entities and corresponding filing status.	1.90
04/26/09	JAD	Prepare for and attend call with potential DIP lender re cash management.	0.60
04/26/09	JAM	Prepare for and attend call related to potential DIP lender diligence.	0.90
04/27/09	JAM	Discussion with Weil attorneys regarding discussions with lenders in regards to preparation for final hearing on DIP and cash collateral.	1.80
04/28/09	JAM	Review Miller Buckfre DIP summary document	0.70
04/28/09	JAM	Review DIP forecast analysis.	1.70
04/29/09	JAM	Phone call and data review related to UCC and lender requests regarding cash collateral and DIP motions.	1.50
Total Hours			9.10



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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2019879-5

Re: DIP Lender Activities
Client/Matter # 005717.00104

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	6.60	790.00	5,214.00
John Dischner	0.60	595.00	357.00
Yusra Alsayyad	1.90	295.00	560.50
Total Hours & Fees	9.10		6,131.50

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2019879-6

Re: Business Plan Activities/Cost Reduction
 Client/Matter # 005717.00105

Date	Consultant	Description of Services	Hours
04/16/09	JAD	Work relating to recovery analysis.	1.80
04/17/09	JAD	Work relating to recovery analysis.	0.80
04/20/09	SMM	Analysis of 10-year cash forecast	3.70
04/20/09	SMM	Review of Master Planned Community (MPC) information	3.50
04/20/09	JAD	Work regarding researching open issues relating to value allocation model.	2.00
04/23/09	SMM	Review principal and interest information	2.70
04/27/09	SMM	Review expense detail	3.60
04/27/09	JAM	Attend senior staff meeting to discuss corporate re-engineering process and potential actions that can be taken to regarding reduction of overhead costs.	2.30
04/27/09	JAM	Discussion with CEO regarding issues with corporate re-engineering and assumptions on restructuring approach.	0.30
04/27/09	JAD	Prep for and meeting regarding case strategy.	3.50
04/27/09	JAD	Prep for and meeting regarding corp reengineering.	2.50
04/27/09	JAD	Review Debt Service Coverage Ratio and other information from Capital Markets group.	1.40
04/28/09	JAD	Prep for and meeting at K&E.	3.50
04/29/09	JAD	Prepare and attend discussions about corp reengineering.	2.00
04/29/09	SMM	Review and discussion regarding legal entity analysis	3.40
04/30/09	JAD	Meeting with asset management team regarding strategic ranking of malls.	0.80
04/30/09	JAD	Prepare for and attend senior strategy call.	0.90
04/30/09	JAD	Review information relating to headquarters staffing and discuss with management.	1.20
Total Hours			39.90



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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2019879-6

Re: Business Plan Activities/Cost Reduction
Client/Matter # 005717.00105

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	2.60	790.00	2,054.00
John Dischner	20.40	595.00	12,138.00
Scott Matrenec	16.90	510.00	8,619.00
Total Hours & Fees	39.90		22,811.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2019879-7

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Date	Consultant	Description of Services	Hours
04/16/09	BM	Discuss and review outstanding issues with team. Continue to discuss and prepare for first day hearing.	1.20
04/16/09	BM	Prepare and review first day motions with C. Lopez. Discuss relief sought with J. Mesterharm.	1.60
04/16/09	BM	Review and update tenant allowance and critical vendor with Weil team.	2.90
04/16/09	BM	Attend first day hearing in NY.	4.20
04/17/09	BM	Discuss and coordinate first day relief and tracking of payments with GGP, Weil and Alix teams. Discuss updates to retention application.	3.90
04/17/09	BM	Discuss and update J. Jones regarding critical vendors and process to pay. Prepare summary of interim relief and discuss with GGP team.	1.20
04/20/09	BM	Prepare for, attend and debrief regarding commission obligations team.	0.80
04/20/09	BM	Attend and debrief from expense reimbursement discussion with D. Malone and A. Saavedra. Review format of initial report.	0.90
04/20/09	BM	Attend, prepare and debrief from tenant allowance meeting. Finalize exhibit explaining interim relief sought. Discuss with Alix and GGP team.	1.70
04/20/09	BM	Attend and debrief from critical vendor discussion with J. Jones. Review revised analysis and compare to previous version. Discuss with Alix and Weil team.	1.80
04/20/09	BM	Prepare and discuss updated creditor committee listing. Prepare revised interim authorization numbers for tax, tenant allowance and insurance motions.	2.80
04/20/09	YA	Petitions for second wave filers: Adapt form and create packages of petition forms for a series of possible filing dates.	3.40
04/21/09	YA	Receive updates from attorneys regarding petitions and provide updated packages for a series of potential filing dates.	2.10

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Chicago, IL 60606

Invoice # 2019879-7

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Date	Consultant	Description of Services	Hours
04/21/09	YA	Check and confirm that potential Florida Sales and Use Tax Wires are for non-filing entities.	0.50
04/21/09	YA	Discuss status of JDE code to legal entity mapping with personnel.	1.10
04/21/09	YA	Review new JDE mall number to legal entity file received from legal	3.80
04/21/09	BM	Prepare for, attend and debrief from utility procedures meeting. Debrief regarding processing of adequate assurance requests with Alix team.	1.20
04/21/09	BM	Attend, prepare and debrief from meeting regarding tax payment tracking and other tax payment issues with GGP team and Weil. Discuss outstanding checks and penalty/interest with M. Kolling.	2.10
04/21/09	BM	Discuss and continue to revise and update creditors list with R. Gern and K. Sheehy. Review wire transfer payments and revise analysis accordingly. Discuss changes with M. DeGraf.	2.40
04/21/09	BM	Prepare detailed listing of each pre-petition tax payment and review with Weil. Prepare summary analysis of payments expected prior to interim hearing, prior to final hearing and after final hearing.	3.80
04/21/09	BM	Prepare presentation of interim and final relief sought in first day motions.	0.90
04/21/09	BM	Discuss process for tracking first day relief with Alix team. Prepare summary of all pre-petition taxes and discuss tracking with M. Kolling. Discuss changes to first day relief with Alix team for cash tracking.	1.20
04/22/09	BM	Attend tax retention issues call with Weil and GGP teams.	0.90
04/22/09	BM	Research various top 100 creditor payments. Discuss with K. Sheehy and S. Dzeba. Prepare summary of results. Review expense reimbursement analysis and discuss similar report for all employees.	2.30
04/22/09	BM	Attend, prepare and debrief from critical vendor discussion	1.80

General Growth Properties
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Chicago, IL 60606

Invoice # 2019879-7

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Date	Consultant	Description of Services	Hours
		with Weil and GGP teams.	
04/22/09	BM	Finalize and discuss interim relief tax payment numbers with B. Cahn. Update and prepare final list of interest and penalty amounts for expected interim payments. Confirm and discuss with M. Kolling. Prepare list of vendor numbers for payment tracking for J. Batke.	2.20
04/22/09	YA	Review new JDE to Legal Entity ID Mapping. Create revised internal filer/non-filer list	2.40
04/22/09	YA	Review unmapped argus codes and provide other JDE mall numbers mapped to the same legal entity in order to provide a suggestion for mapping.	0.90
04/22/09	YA	Provide new table of jde mall number to legal entity mapping to team members	0.60
04/22/09	YA	Create and provide file including all unmapped trial balance and intercompany activity to J. Loss for review.	2.20
04/22/09	YA	Check for internal consistency between received mall number to legal entity mapping and the list of filing entities. Provide a new filer mall number list to team members	2.60
04/23/09	YA	Create and provide file with first wave filers only JDE, LID, and Mapping to GGP personnel	2.10
04/23/09	SMM	Review legal entity structure	3.70
04/23/09	BM	Attend and debrief with C. Lopez regarding tenant lease amendment meeting. Discuss open issues with Alix team.	2.60
04/23/09	BM	Respond to and research various top 100 creditors and provide back up for amounts listed on schedule. Discuss with Alix and GGP team.	1.80
04/23/09	BM	Prepare analysis of interim relief sought for additional SPE filers. Discuss with Alix team and discuss changes to cash flow modeling.	1.90
04/23/09	BM	Discuss and review additional questions regarding tenant audits and other pre-petition recoupment's with Weil and Alix team. Discuss process and open CMS issues with team.	3.30
04/24/09	SMM	Review of legal entity information	1.10

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Invoice # 2019879-7

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Date	Consultant	Description of Services	Hours
04/24/09	BM	Discuss critical vendor updates and creditors committee with J. Jones and Weil team.	1.10
04/24/09	BM	Prepare, attend and debrief from update meeting regarding utility requests and other issues.	1.30
04/24/09	BM	Discuss and finalize commission calculation and tracking with D. VanRoosendal. Gather and coordinate documents to commence tracking of all first day amounts.	1.20
04/24/09	BM	Discuss and finalize first day motion payments and tracking of payments. Discuss approval process and payment procedures with E. Hoyt and Alix team.	3.80
04/24/09	BM	Discuss and review proposed tax payments from D. Charles. Review and discuss procedure with Alix team.	0.90
04/27/09	BM	Discuss and debrief from update with Weil team regarding first day final relief sought on 5/8. Discuss open points with B. Cahn and Alix team.	1.80
04/27/09	BM	Discuss sales tax payments and other pre-petition payments with GGP team. Discuss unclaimed property payments. Prepare final list of first day motion caps and distribute to team. Discuss missing information for tenant allowances.	2.80
04/27/09	YA	Mall number to legal entity mapping: In response to new JDE company code discovered that should be filer, provide list of all non-filers that should be reviewed to legal and accounting.	3.30
04/27/09	YA	Correspondence with GGP personnel regarding JDE mall numbers to legal entity mapping	1.20
04/28/09	BM	Prepare for, attend and debrief from tenant allowance tracking meeting with GGP team. Compile data for \$54M in initial motion and discuss with team.	1.90
04/28/09	BM	Discuss treasury pre-petition payment tracking with T. Callahan and team. Review and discuss outstanding payment issues.	0.70
04/28/09	BM	Attend and debrief from tax payment discussion with Weil and GGP tax team. Discuss process to provide updated	1.90

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Invoice # 2019879-7

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Date	Consultant	Description of Services	Hours
		property tax numbers.	
04/28/09	BM	Attend and debrief from insurance payment tracking meeting with Weil and GGP team. Debrief on tenant allowance motion with C. Lopez. Attend and debrief from employee payment tracking with GGP team. Prepare summary of all employee obligations in motions.	3.40
04/28/09	BM	Attend and debrief from sales/use/excise tracking meeting with GGP team. Prepare updated summary of GGP responsible parties and circulate to team including interim and final caps sought.	1.90
04/28/09	JAM	Review proposed strategy for critical vendors and discuss with GGP personnel.	2.40
04/28/09	YA	Reformat tenant allowance file, and reconcile with the accrued TA amounts in Hyperion. Provide list of discrepancies for review.	2.90
04/28/09	YA	Provide SQL server entity structure database to team member and create tree structure reporting. Assist in installing SQL Server Express.	3.60
04/28/09	YA	Create database filled with necessary table for team member and document.	1.90
04/29/09	YA	Respond to inquiry regarding two JDE mall numbers	0.60
04/29/09	YA	JDE mall number to legal entity mapping: Receive updated set of comments made by legal. Incorporate into official table.	3.40
04/29/09	BM	Attend and debrief from property tax discussion regarding new pre/post split.	1.70
04/29/09	BM	Participate in pre-petition payment process meeting and debrief with various groups.	1.80
04/30/09	BM	Discuss employee and benefit questions with GGP team.	0.70
04/30/09	BM	Discuss excise/sales/use taxes with Jane Weisbecker. Prepare list of excise taxing jurisdictions. Prepare backup for each cap in the motion and discuss how to track and process.	1.30
04/30/09	BM	Discuss and review pre-petition payment process with team.	3.60

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Invoice # 2019879-7

Re: Claims Analysis/Settlement Related Work
 Client/Matter # 005717.00106

Date	Consultant	Description of Services	Hours
		Review flow charts and discuss outstanding issues. Discuss and finalize support for TA motion and discuss with GGP team.	
04/30/09	BM	Discuss property tax pre-petition data gathering with team. Review numbers for 2008 and discuss penalty and interest calculations.	1.30
04/30/09	BM	Continue to finalize and discuss tenant allowance updated amounts for final hearing. Discuss with Weil and Alix teams.	1.30
04/30/09	YA	Using information collected over past week, provide updated list of filing JDE codes.	1.30
04/30/09	YA	Begin creating packet with information regarding the entities that jointly own property and mall numbers.	2.80
04/30/09	YA	Tax return collection: Provide filing status for entities related to list of business trusts.	1.20
Total Hours			136.90



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Invoice # 2019879-7

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	2.40	790.00	1,896.00
Scott Matrenec	4.80	510.00	2,448.00
Brenda Miller	85.80	510.00	43,758.00
Yusra Alsayyad	43.90	295.00	12,950.50
Total Hours & Fees	136.90		61,052.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2019879-8

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
04/16/09	MDD	Analysis of trial balance accounts for analysis to determine percent recoveries of the various classes of potential creditors, correspondence	3.60
04/16/09	MDD	Review and analysis of top unsecured creditors open balances, tenant allowances, and any payments made to them pre-filing	3.40
04/16/09	YA	Recovery Analysis prep work: adapt database with tree structure to create table with ownership percentages of all entities.	3.80
04/16/09	YA	Provide team members with updated list of entities with filer vs non-filer markers	1.10
04/16/09	YA	Recovery Analysis prep work: Discuss methodology and review valuation models from other cases	3.20
04/17/09	YA	Respond to inquiry regarding filing status of certain JDE mall numbers	1.20
04/17/09	YA	Provide list of mapping for the first wave filers to legal and accounting team for review.	2.70
04/17/09	YA	Create spreadsheet of JDE mall numbers mapped to more than one legal entity regarding recovery model.	0.90
04/17/09	YA	Discuss methodology of recovery model with team members. Run through sample exercises and review other valuation models.	3.30
04/17/09	MDD	Analysis of trial balance accounts for analysis to determine percent recoveries of the various classes of potential creditors, correspondence	3.80
04/17/09	MDD	Review and analysis of top unsecured creditors open balances, tenant allowances, and any payments made to them pre-filing	2.70
04/18/09	MDD	Analysis of trial balance accounts for analysis to determine percent recoveries of the various classes of potential creditors, correspondence	2.10
04/20/09	MDD	Review and analysis of top unsecured creditors open balances, tenant allowances, and any payments made to	3.80

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Invoice # 2019879-8

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
		them pre-filing	
04/20/09	MDD	Analysis of individual trial balance accounts, building balance sheets by company and legal entity in correlation to the value allocation model	3.90
04/20/09	YA	Team Work in Progress (WIP) meeting. Prepare by reviewing task list and status of valuation model.	3.80
04/20/09	YA	Creditor Matrix: Pull mall name into lien address file by matching to the Lien log.	3.60
04/20/09	SMM	Review entity level financial information	2.70
04/21/09	AS	Discussions with staff regarding recovery analysis strategy.	0.80
04/21/09	MDD	Review and analysis of top unsecured creditors open balances, tenant allowances, and any payments made to them pre-filing	2.70
04/21/09	MDD	Analysis of individual trial balance accounts, building balance sheets by company and legal entity in correlation to the value allocation model	3.90
04/22/09	AS	Review Hyperion/JDEdwards mapping matrix.	3.20
04/22/09	MDD	Review and analysis of top unsecured creditors open balances, tenant allowances, and any payments made to them pre-filing	3.30
04/22/09	MDD	Analysis of individual trial balance accounts, building balance sheets by company and legal entity in correlation to the value allocation model	2.60
04/23/09	MDD	Review and analysis of top unsecured creditors open balances, tenant allowances, and any payments made to them pre-filing	2.10
04/23/09	MDD	Analysis of individual trial balance accounts, building balance sheets by company and legal entity in correlation to the value allocation model	3.90
04/24/09	MDD	Review and analysis of top unsecured creditors open balances, tenant allowances, and any payments made to them pre-filing	2.20
04/24/09	MDD	Analysis of individual trial balance accounts, building	2.90

General Growth Properties
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Invoice # 2019879-8

Re: Individual Entity Analysis
 Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
		balance sheets by company and legal entity in correlation to the value allocation model	
04/27/09	MDD	Analysis of individual trial balance accounts, building balance sheets by company and legal entity in correlation to the value allocation model	3.90
04/28/09	MDD	Analysis of individual trial balance accounts, building balance sheets by company and legal entity in correlation to the value allocation model	3.80
04/28/09	AS	Review accounting trial balance to map to hyperion accounts for recovery model.	1.20
04/29/09	MDD	Analysis of individual trial balance accounts, building balance sheets by company and legal entity in correlation to the value allocation model	3.70
04/29/09	SMM	Review property level financial information	3.30
04/30/09	MDD	Analysis of individual trial balance accounts, building balance sheets by company and legal entity in correlation to the value allocation model	3.70
Total Hours			96.80

General Growth Properties
Adam Metz, CEO
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Invoice # 2019879-8

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Fee Recap:

Consultant	Hours	Rate	Amount
Scott Matrenec	6.00	510.00	3,060.00
Adam Sanderson	5.20	555.00	2,886.00
Michael DeGraf	62.00	450.00	27,900.00
Yusra Alsayyad	23.60	295.00	6,962.00
Total Hours & Fees	96.80		40,808.00



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General Growth Properties
Adam Metz, CEO
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Invoice # 2019879-9

Re: Executory Contract Review & Analysis
Client/Matter # 005717.00108

Date	Consultant	Description of Services	Hours
04/30/09	BM	Discuss contract rejection process with GGP and Alix teams. Prepare list of information required and send to team.	1.20
Total Hours			1.20



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General Growth Properties
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Invoice # 2019879-9

Re: Executory Contract Review & Analysis
Client/Matter # 005717.00108

Fee Recap:

Consultant	Hours	Rate	Amount
Brenda Miller	1.20	510.00	612.00
Total Hours & Fees	1.20		612.00

General Growth Properties
 Adam Metz, CEO
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Invoice # 2019879-10

Re: MOR Reporting
 Client/Matter # 005717.00110

Date	Consultant	Description of Services	Hours
04/17/09	JAD	Prepare for and attend meeting relating to Monthly Operating Reports (MORs)	1.20
04/20/09	AS	Met with staff regarding MOR needs.	0.80
04/20/09	AS	Review web for update of court reporting documents.	0.60
04/20/09	AS	Correspondence with Scott Nelson about intercompany reporting.	0.30
04/20/09	AS	Review rent roll reporting for required court reporting.	0.50
04/22/09	AS	Review updated MOR.	1.20
04/28/09	AS	Met with company management team regarding the monthly operating reports.	1.80
04/29/09	AS	Prepare for and met with client staff regarding insurance proof for UST.	1.00
04/29/09	AS	Review status listing of documents required for UST.	1.40
04/30/09	AS	Prepare for and call with counsel regarding information for UST.	1.20
04/30/09	AS	Review status of tax return documents for UST. Prepare exception reports.	2.10
Total Hours			12.10



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General Growth Properties
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Invoice # 2019879-10

Re: MOR Reporting
Client/Matter # 005717.00110

Fee Recap:

Consultant	Hours	Rate	Amount
John Dischner	1.20	595.00	714.00
Adam Sanderson	10.90	555.00	6,049.50
Total Hours & Fees	12.10		6,763.50

General Growth Properties
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Invoice # 2019879-11

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
04/20/09	AS	Work on finalizing the JD Edwards (JDE) codes that represent the final filing entities.	0.80
04/20/09	AS	Update to property level lenders exhibit.	0.70
04/20/09	BM	Prepare for, attend and debrief from internal restructuring meeting. Discuss and finalize action plan for initial schedules and sofas meeting.	2.90
04/21/09	AS	Prepare for and call with Elisa Lemmer regarding secured note loan listing.	1.90
04/21/09	AS	Prepare listing of reporting data requirements to send to GGP.	1.10
04/21/09	AS	Review CMBS trust related debt schedule for filing entities.	1.10
04/22/09	AS	Met with S. Nelson regarding schedules and sofas.	1.70
04/22/09	AS	Review layout of consolidated balance sheet and income statements. Comparison to Hyperion accounting codes.	3.80
04/22/09	MDD	Preparation and participation in meeting with GGP accounting team regarding trial balance and balance sheet associations and SOFAs/Schedules	1.50
04/23/09	AS	Prepare detailed request update to schedule and sofa required data. Follow up with client.	1.70
04/23/09	AS	Prepare updates to CMBS noticing documents.	3.10
04/23/09	AS	Met with client regarding reporting requirements.	0.80
04/23/09	AS	Prepare for and call with counsel regarding property lender exhibit updates.	1.10
04/23/09	BM	Research and discuss guaranty information with N. Haberman. Review and finalize commission reporting for tracking against first day motions. Review other pieces of first day motion payments necessary to track for the court.	1.60
04/27/09	BM	Prepare updated schedules tracking list and memo for meeting. Discuss, attend and debrief from schedules kickoff meeting with Weil and GGP team.	3.30
04/27/09	AS	Prepare SOFA/Schedule workplan for kickoff meeting.	1.40
04/27/09	AS	Prepare SOFA/Schedule workplan for kickoff meeting.	1.40

General Growth Properties
Adam Metz, CEO
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Invoice # 2019879-11

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
04/27/09	AS	Review 90 day payment data.	1.80
04/28/09	JM	Compiled SOFA/Schedule excel templates	2.70
04/28/09	MDD	Review of SOFA/Schedules database and information, preparation and correspondence regarding data collection process	1.20
04/28/09	JM	Overview of GGP case and org chart in SQL server	3.80
04/28/09	JM	Compiled SOFA/Schedule excel templates	1.30
04/28/09	JM	Made updates to SOFA/Schedule excel template based on ASSS (schedules database) entry	1.80
04/29/09	AS	Prepare for and attend status call with client and counsel.	0.80
04/29/09	AS	Review 90 day payment data.	1.80
04/29/09	AS	Review schedules checklist for schedules and sofas.	1.20
04/29/09	JM	Put SOFA/Schedules into groups based on GGP responsible party for meeting scheduling	1.80
04/29/09	JM	Separated Addresses into multiple columns in Lien Contact list spreadsheet	2.90
04/29/09	JM	Updated SOFA/Schedule grouping for meetings	0.70
04/29/09	JM	Updated SOFA/Schedule excel templates	1.80
04/30/09	JM	Created one master PDF of SOFA/Schedule examples	3.50
04/30/09	JM	Review of SOFA/Schedule requirements	2.10
04/30/09	AS	Prepare for and set up schedules and sofa meeting.	1.20
04/30/09	AS	Schedule, prepare and attend sofa meeting with client.	3.50
04/30/09	BM	Discuss and review schedules and sofas procedure and plan for implementation. Coordinate full example of all schedules and sofas for teams to review.	1.30
04/30/09	YA	Provide samples of SOFAs from previous cases to attach to packets being prepared for preliminary schedules and SOFAs meetings.	0.70
Total Hours			65.80

General Growth Properties
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Invoice # 2019879-11

Re: Schedules & SOFAs
 Client/Matter # 005717.00112

Fee Recap:

Consultant	Hours	Rate	Amount
Brenda Miller	9.10	510.00	4,641.00
Adam Sanderson	30.90	555.00	17,149.50
Michael DeGraf	2.70	450.00	1,215.00
Yusra Alsayyad	0.70	295.00	206.50
Jarrin McCreery	22.40	260.00	5,824.00
Total Hours & Fees	65.80		29,036.00

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110 North Wacker Drive
Chicago, IL 60606

Invoice # 2019879-12

Re: Intercompany Review & Analysis
Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
04/21/09	AS	Prepare intercompany analysis for the 2008 properties.	2.40
04/21/09	YA	Recovery analysis: Review intercompany data template from team member	0.80
04/22/09	YA	Intercompany analysis: Using latest intercompany file, filter for a specific set of mall numbers and included legal entity in detail.	1.40
04/22/09	YA	Recovery analysis: create and provide draft of intercompany matrix	3.20
04/22/09	MDD	Review and analysis of intercompany account activity presented in trial balance, correspondence	1.20
04/22/09	AS	Prepare and review initial draft of intercompany report.	2.60
04/22/09	SMM	Review intercompany information	3.70
04/22/09	JAD	Calls and work relating to intercompanies and preparing memo for counsel.	3.00
04/23/09	JAD	Work relating to interco memo.	4.10
04/23/09	MDD	Review and analysis of intercompany account activity presented in trial balance, correspondence	3.80
04/23/09	YA	Intercompany analysis: Filter and pull in entity information into Intercompany balance file	1.90
04/23/09	YA	Intercompany analysis: For the specific list of mall numbers, match up the due to and the due from rows in order to identify intercompany asymmetry	3.90
04/23/09	YA	Intercompany analysis: With updated file provide detail with legal entities and create summary.	3.10
04/23/09	YA	Intercompany analysis: Discuss intercompany with team members. Run queries on file to gain insight.	3.40
04/23/09	AS	Prepare updates intercompany memo.	1.40
04/23/09	AS	Prepare reconciliation from intercompany matrix to intercompany breakout.	3.30
04/23/09	AS	Review intercompany entries per detail.	2.40
04/24/09	AS	Prepare update to intercompany memo.	1.40

General Growth Properties
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Re: Intercompany Review & Analysis
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Date	Consultant	Description of Services	Hours
04/24/09	AS	Met with client regarding intercompany relationships.	1.00
04/24/09	AS	Review and prepare intercompany pivot table reporting.	2.30
04/24/09	MDD	Review and analysis of intercompany account activity presented in trial balance, correspondence	0.70
04/24/09	YA	Intercompany analysis: Receive updated intercompany summary. Transposed and provide legal entity. Summarize by legal entity and check that it ties to detail	3.80
04/24/09	JAD	Work relating to interco memo, including meeting with accounting.	3.70
04/24/09	SMM	Review and analysis of intercompany information	3.20
04/25/09	JAD	Work relating to interco memo including calls.	0.70
04/25/09	JAM	Review materials related to intercompany memo and cash forecast.	1.10
04/26/09	AS	Prepare updates to intercompany memo and analysis	2.70
04/26/09	JAM	Review intercompany memo and provide comments.	0.70
04/26/09	SMM	Review of intercompany information and discuss with GGP accounting	2.80
04/26/09	JAD	Work relating to interco memo, including calls.	1.10
04/27/09	SMM	Review and discuss intercompany information	2.90
04/27/09	JAD	Work relating to understanding intercos. Meet with company, finalize and discuss with counsel.	2.80
04/27/09	SMW	Held conversations on, and reviewed information related to the intercompany debt and by property trial balance sheets.	2.30
04/27/09	YA	Create and provide updated intercompany matrix table by legal entity with description of changes.	3.80
04/27/09	AS	Work on intercompany analysis updates.	2.80
04/27/09	AS	Prepare for and met with staff regarding intercompany analysis.	2.00
04/27/09	MDD	Review and analysis of intercompany account activity presented in trial balance, correspondence	3.80
04/28/09	MDD	Review and analysis of intercompany account activity	3.90

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Re: Intercompany Review & Analysis
 Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
		presented in trial balance, correspondence	
04/28/09	JAD	Prep for and call relating to interco memo.	1.20
04/28/09	AS	Prepared for and met with Weil attorneys and staff regarding intercompany accounting memo.	3.10
04/28/09	AS	Review intercompany information with staff.	1.20
04/29/09	MDD	Review and analysis of intercompany account activity presented in trial balance, correspondence	3.80
04/29/09	AS	Review intercompany and trial balance items that are not mapped to substantive entities. Prepare listing for client to review.	2.70
04/29/09	SMM	Review of intercompany information	3.50
04/29/09	YA	Provide new file with unmapped trial balance and intercompany for review by accounting.	2.70
04/30/09	YA	Prepare an intercompany access database for team member to use.	2.60
04/30/09	MDD	Review and analysis of intercompany account activity presented in trial balance, correspondence	3.80
Total Hours			119.70



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Invoice # 2019879-12

Re: Intercompany Review & Analysis
Client/Matter # 005717.00114

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	1.80	790.00	1,422.00
John Dischner	16.60	595.00	9,877.00
Scott Matrenec	16.10	510.00	8,211.00
Adam Sanderson	31.30	555.00	17,371.50
Michael DeGraf	21.00	450.00	9,450.00
Yusra Alsayyad	30.60	295.00	9,027.00
Spencer M Ware	2.30	365.00	839.50
Total Hours & Fees	119.70		56,198.00

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Invoice # 2019879-13

Re: Constituent Communication & Discussion
Client/Matter # 005717.00115

Date	Consultant	Description of Services	Hours
04/16/09	LT	Updated diligence request lists.	1.10
04/17/09	LT	Updated diligence request lists.	1.20
04/17/09	JAM	Prepare for and attend SPE board meeting at Kirkland & Ellis.	3.70
04/19/09	JAM	Prepare for and attend conference call discussing response to 2008 lender requests.	0.90
04/20/09	JAM	Attend call to discuss response to 2008 lender requests	0.60
04/20/09	JAM	Prepare for and attend SPE board call.	3.30
04/21/09	JAM	Attend meeting to prepare for creditor formation meeting.	1.70
04/21/09	JAM	Discussion with SPE director regarding case strategy.	0.80
04/21/09	SMM	Prepare information for creditors	2.80
04/21/09	YA	Create first draft of slides summarizing first day motions to appear in presentation	2.40
04/22/09	BM	Prepare final summary for interim hearing relief. Finalize slides for creditors committee formation meeting. Follow up on various outstanding questions from tenant allowance discussion.	2.40
04/22/09	JAM	Prepare for and attend SPE board meeting regarding subsequent filers.	6.30
04/22/09	JAM	Prepare for creditors formation meeting	0.80
04/23/09	JAM	Prepare for creditors formation meeting including review and discuss of letter response to Paul Weiss letter	2.10
04/23/09	JAM	Planning discussion regarding advisor coordination and case strategy.	1.10
04/23/09	JAM	Prepare for and attend GGP board call	1.10
04/24/09	JAM	Prepare for and attend creditors formation meeting including review of presentation materials, commute to and from meeting, presentation and discussion with creditors and US trustee.	2.60
04/24/09	LT	Updated diligence request lists.	1.00
04/24/09	JAM	Prepare for and attend creditors formation meeting including	3.60

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Re: Constituent Communication & Discussion
 Client/Matter # 005717.00115

Date	Consultant	Description of Services	Hours
		review of presentation materials, commute to and from meeting, presentation and discussion with creditors and US trustee.	
04/26/09	LT	Updated diligence request lists.	1.10
04/27/09	LT	Updated diligence request lists.	0.50
04/28/09	SMM	Review and prepare creditor information	3.40
04/28/09	JAD	Review info and prep for meeting with UCC advisors regarding DIP loan.	0.80
04/29/09	JAD	Prep for and attend call regarding providing info to lenders.	2.50
04/29/09	JM	Consolidated multiple Landlord/Tenant allowance spreadsheets	3.80
04/30/09	JM	Consolidated Tenant Allowance spreadsheets and added updated and missing information	3.80
04/30/09	LT	Updated diligence request lists.	1.00
04/30/09	SMM	Preparation and call with FTI & HLHZ regarding information requests, including follow-up	2.70
04/30/09	SMM	Reconciliation of financial information to forecast	2.90
04/30/09	JAM	Prepare for and attend conference call to discuss cash forecasts related to DIP with UCC advisors	2.10
04/30/09	JAD	Prepare for and attend call with committee advisors regarding cash flows.	1.20
Total Hours			65.30



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Re: Constituent Communication & Discussion
Client/Matter # 005717.00115

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	30.70	790.00	24,253.00
John Dischner	4.50	595.00	2,677.50
Scott Matrenec	11.80	510.00	6,018.00
Brenda Miller	2.40	510.00	1,224.00
Yusra Alsayyad	2.40	295.00	708.00
Lowell Thomas	5.90	265.00	1,563.50
Jarrin McCreery	7.60	260.00	1,976.00
Total Hours & Fees	65.30		38,420.00

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Invoice # 2019879-14

Re: Financial Analysis
 Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
04/16/09	SMW	Recovery model preparatory work.	2.10
04/16/09	SMW	Obtained list of properties with collateralized mortgage backed security ("CMBS") debt and cross referenced that list against the quadrant analysis properties.	2.90
04/16/09	SMW	Began updating the quadrant analysis to incorporate the CMBS properties.	3.20
04/16/09	SMW	Reviewed and updated property level cash flow roll up.	1.10
04/16/09	LT	Worked on recovery analysis.	2.70
04/16/09	LT	Updated summary of CMBS debt.	2.30
04/16/09	SMM	Analysis of corporate costs	2.90
04/16/09	SMM	Review of JV information	2.40
04/16/09	JAD	Review bank accounts for debtor entities.	0.60
04/16/09	JAD	Review treasury file.	0.50
04/16/09	JAD	Review diagram relating to properties/maturity.	0.80
04/16/09	JAD	Work relating to treasury activities, post filing.	2.40
04/16/09	JAD	Work relating to business forms and discussion surrounding.	0.50
04/16/09	JAD	Prep for and call with BOA regarding bank accounts and filing.	0.50
04/16/09	JAD	Prep for and calls with US Bank and treasury regarding 1st day of filing.	1.00
04/16/09	JAD	Update regarding hearing status.	0.80
04/16/09	JAD	Call relating to hearing prep.	0.50
04/17/09	SMM	Review of debt information	3.50
04/17/09	JAD	Prepare for and attend meeting regarding accounting close.	2.00
04/17/09	JAD	Work relating to reviewing various orders granted by court and communicating to Treasury.	2.00
04/17/09	JAD	Research MA payroll question and discuss with legal and treasury.	0.50
04/17/09	JAD	Work relating to treasury activities.	2.00
04/17/09	JAD	Update bank account listing.	0.50

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Invoice # 2019879-14

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
04/17/09	LT	Revised secured interest analysis.	2.20
04/17/09	LT	Updated calculation of property recovery values.	2.60
04/17/09	SMW	Began formally outlining the detailed excel model for the recovery analysis.	2.40
04/17/09	SMW	Researched and outlined recovery model tasks, status, and responsible parties.	3.80
04/17/09	SMW	Began updating the quadrant analysis to include notations on the CMBS related properties.	4.70
04/19/09	LT	Updated Crossroads hyper-amortization schedule.	1.90
04/19/09	LT	Revised 10-year property level cash forecast.	2.30
04/19/09	JAD	Attend conference call relating to GGP case update.	0.80
04/19/09	JAD	Work relating to Crossroads project summary cash flow.	0.70
04/19/09	JAD	Update call with project engagement partner.	0.30
04/19/09	SMM	Review of debt information	1.80
04/19/09	SMW	Updated Quadrant analysis for alternate valuation data.	4.20
04/19/09	SMW	Compared quadrant analyses to understand the impact of the different valuation data.	1.40
04/20/09	SMW	Continued updating Quadrant analyses including coordinating multiple updates with the Asset Management group, calculating potential funding needs, and other relevant analyses	3.70
04/20/09	SMW	Prepared for and attended a restructuring planning meeting.	2.10
04/20/09	SMW	Revised Quadrant analyses for updated property valuations.	2.40
04/20/09	SMW	Conceptually reviewed Commerical Mortgage Backed Securities (CMBS) debt by special servicer and spoke with various parties about obtaining debt balances by special servicer.	1.20
04/20/09	SMW	Prepared for, held call on, and summarized information pertaining to guarantee and cross collateralization as it relates to the value allocation analysis.	3.20
04/20/09	JAD	Work and meetings relating to 2nd group of potential filers	3.00

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Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
		including board meeting.	
04/20/09	JAD	Meeting with staff regarding case and open items.	2.40
04/20/09	JAD	Call relating to discussion w Weil re prep for Debtor in Possession (DIP) financing hearing.	1.00
04/20/09	JAD	Review outstanding issues relating to debt forecast.	0.80
04/20/09	JAD	Review status relating to analysis of LTVs and maturities.	1.00
04/20/09	JAD	Call with Weil relating to analysis of guarantees and joint/several liabilities.	1.00
04/20/09	LT	Reconciled property roll up model to company provided data.	2.10
04/20/09	LT	Revised 10-year property level cash forecast.	1.70
04/20/09	LT	Updated JV debt forecast.	3.10
04/20/09	LT	Updated maturity laddering analysis.	2.40
04/20/09	LT	Prepared power point presentation on maturity laddering analysis.	1.80
04/20/09	LT	Updated property level cash forecast model.	1.90
04/20/09	LT	Met with co-workers to discuss work streams and schedule.	2.00
04/20/09	LT	Updated debt maturity laddering summary.	1.20
04/20/09	SMW	Continued updating Quadrant analyses including coordinating multiple updates with the Asset Management group, calculating potential funding needs, and other relevant analyses	2.70
04/21/09	SMW	Prepared for, summarized information on, and attending meeting pertaining to proforma debt projections, value allocation model, and leverage vs. maturity.	3.60
04/21/09	SMW	Prepared for, summarized information on, and attending meeting pertaining to proforma debt projections, value allocation model, and leverage vs. maturity.	3.80
04/21/09	SMW	Prepared for, attended, and followed up on meeting relating to R-24 to 10K revenue reconciliation.	1.70
04/21/09	SMM	Prepare and attend meeting with legal & financial advisors	3.90

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Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
		regarding bankruptcy related items	
04/21/09	LT	Prepared for, attended and debriefed meeting with company advisors.	2.50
04/21/09	LT	Updated secured interest and principal in debt model.	1.80
04/21/09	SMW	Collected, organized, and asked questions related to the value allocation model.	3.80
04/22/09	SMM	Review joint venture information	1.60
04/22/09	SMW	Followed up with various parties on, and reviewed, components of the value allocation model.	2.10
04/22/09	SMW	Reviewed guarantees to lenders, and cross collateralization of loan agreements.	1.30
04/22/09	SMW	Held meeting on, and followed up on points relating to the R-24 revenue reconciliation for 2008 and the future reconciliation of Q1 2009.	1.80
04/22/09	LT	Summarized secured interest forecast for 2008 eurohypo collateral.	1.20
04/22/09	SMW	Followed up with various parties on, and reviewed, components of the value allocation model.	3.60
04/22/09	SMW	Reviewed guarantees to lenders, and cross collateralization of loan agreements.	3.60
04/22/09	JAD	Work relating to bank account list and conversations with counsel regarding 2nd day filers.	1.20
04/22/09	JAD	Conversations and work with staff, treasury and counsel regarding prep for 2nd wave filers.	2.00
04/23/09	JAD	Work relating to treasury/cash management.	1.20
04/23/09	JAD	Work relating to second day filers and bank account list/treasury/cash management.	2.50
04/23/09	JAD	Work relating to rent credits and bankruptcy process.	1.20
04/23/09	SMW	Prepared for, held meeting on and followed up on quadrant analysis and related questions.	3.60
04/23/09	LT	Updated list of CMBS debt by trust fund.	2.30

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Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
04/23/09	LT	Read prospectuses of CMBS debt Real Estate Mortgage Investment Conduit and trust data.	3.20
04/23/09	LT	Updated maturity laddering analysis.	1.50
04/23/09	LT	Meeting with company on CMBS debt structure.	1.00
04/23/09	SMW	Prepared for, held meeting on and followed up on quadrant analysis and related questions.	2.10
04/23/09	SMW	Followed up on research and summary information related the value allocation analysis.	3.90
04/24/09	SMW	Prepared for and held meeting related to reconciling the R-24 to the 10K.	1.40
04/24/09	SMW	Reviewed, summarized, and organized questions on information related to cross collateralization and mezzanine level financing.	3.90
04/24/09	LT	Updated maturity laddering analysis.	2.20
04/25/09	LT	Updated non-filer interest in debt model.	1.00
04/27/09	LT	Revised debt model with updated assumptions from company.	2.10
04/27/09	LT	Created coding system for list of tenants.	4.20
04/27/09	LT	Researched CMBS servicer information in loan agreements.	3.10
04/27/09	LT	Updated list of CMBS servicers.	1.70
04/27/09	LT	Reviewed CMBS loan documents on Miller Buckfire FTP site.	1.00
04/27/09	JAD	Review treasury information and discuss with counsel.	0.70
04/27/09	JAD	Review LTV/maturity diagrams and prep for meeting with company.	0.40
04/27/09	SMM	Review of joint venture information	3.10
04/27/09	SMW	Reviewed and provided commentary on the summary of the R-24 to 10K NOI and revenue reconciliation.	2.10
04/27/09	SMW	Prepared for 4/28/09 meetings.	1.10
04/27/09	SMW	Reviewed, created summary schedules of, CMBS debt, cross collateralized debt, and guarantees.	4.70

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Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
04/27/09	SMW	Reviewed by property information supporting by property debt service coverage ratios.	1.90
04/28/09	SMW	Prepared for and attended meetings related to bankruptcy exiting strategies.	2.30
04/28/09	SMW	Followed up on questions related to meetings on property level analysis.	2.70
04/28/09	SMW	Reviewed R-24 to 10K reconciliation and summary.	0.80
04/28/09	LT	Reviewed Saint Galleria CMBS prospectus for servicer information.	0.50
04/28/09	LT	Revised debt model; added new hyper-amortization schedules.	3.40
04/28/09	LT	Updated legal entity name mapping for negative cash flow property list.	2.50
04/28/09	JAD	Prep for and meeting with capital markets group about real estate loan market and rates.	2.00
04/28/09	JAD	Meeting with S Polonia regarding property summaries.	1.50
04/28/09	JAD	Discussion with counsel regarding prep for May 8 hearing.	0.50
04/28/09	JAD	Conversations with and work with staff regarding prep for May 8 hearing.	1.10
04/28/09	SMW	Prepared for and attended meetings related to bankruptcy exiting strategies.	3.60
04/28/09	SMM	Review of development capital spend	3.80
04/29/09	LT	Summarized variable interest rate sensitivity.	1.70
04/29/09	LT	Searched for missing offering documents for CMBS debt.	2.10
04/29/09	LT	Meeting with company on debt model assumptions.	1.10
04/29/09	LT	Updated list of CMBS by special servicer.	1.20
04/29/09	LT	Revised list of negative cash flow properties with explanations.	1.30
04/29/09	JAD	Follow-up regarding liquidity forecasts.	0.80
04/29/09	JAD	Review and finalize document prepared for counsel.	0.50
04/29/09	JAD	Review investment guidelines and discussion with counsel.	0.50

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Re: Financial Analysis
 Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
04/30/09	JAD	Prepare for and call with committee advisors regarding DIP loan.	0.90
04/30/09	JAD	Prepare for and attend meeting w counsel regarding lender's information requests.	1.20
04/30/09	JAD	Review cash flow models for case including summary 2009-2010 info by property.	2.00
04/30/09	JAD	Meeting regarding secured debt strategy.	0.80
04/30/09	JAD	Review and prepare information in prep for May 8 cash collateral hearing.	2.00
04/30/09	SMM	Analysis of debt service	3.20
Total Hours			248.10



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Re: Financial Analysis
Client/Matter # 005717.00116

Fee Recap:

Consultant	Hours	Rate	Amount
John Dischner	48.60	595.00	28,917.00
Scott Matrenec	26.20	510.00	13,362.00
Lowell Thomas	72.80	265.00	19,292.00
Spencer M Ware	100.50	365.00	36,682.50
Total Hours & Fees	248.10		98,253.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2019879-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
04/16/09	Airfare Clayton Gring-4/20/09-DALLAS, CHICAGO	1,030.81
04/16/09	Airfare Adam Sanderson-4/20/09-DAL-ORD	629.70
04/16/09	Cab Fare/Ground Transportation Brenda Miller	8.00
04/16/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/16/09	Cab Fare/Ground Transportation Lowell Thomas	10.00
04/16/09	Cab Fare/Ground Transportation Michael Degraf	64.00
04/16/09	Cab Fare/Ground Transportation Spencer Ware	7.00
04/16/09	Lodging James Mesterharm- New York Llc-New York-4/16 /2009	52.38
04/16/09	Lodging James Mesterharm- New York Llc-New York-4/16/2009	329.00
04/16/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago-4/16/2009	229.65
04/16/09	Lodging Brenda Miller-Le Parker Meridien--4/16/2009	390.81
04/16/09	Meals & Tips James Mesterharm-Dinner	6.50
04/16/09	Parking & Tolls John Dischner	36.00
04/16/09	Long Distance Calls Brenda Miller	24.40
04/16/09	Long Distance Calls Brenda Miller	22.44
04/16/09	Meals - Engagement Team Clayton Gring-Dinner-GSP-Spencer Ware;Lowell Tho mas;Clayton Gring	60.00
04/17/09	Airfare Change Fees Brenda Miller	190.00
04/17/09	Airfare Clayton Gring-4/17/08-CHICAGO, SAVANNAH	515.70
04/17/09	Airfare Spencer Ware-04/17/09-MSY TO LAS	418.20
04/17/09	Airfare Lowell Thomas-4/20/09-LGA-ORD	590.86
04/17/09	Airfare Todd Brents-4/20/09-CLT/ORD	610.71
04/17/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C Gring	148.50
04/17/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service B Miller	80.86
04/17/09	Cab Fare/Ground Transportation - - VENDOR: BostonCoach Corporation J Mesterharm	111.46

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Invoice # 2019879-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
04/17/09	Cab Fare/Ground Transportation - - VENDOR: All Star Limousine C. Gring - from SAV Airport	139.92
04/17/09	Cab Fare/Ground Transportation Spencer Ware	8.00
04/17/09	Cab Fare/Ground Transportation Spencer Ware	7.00
04/17/09	Cab Fare/Ground Transportation Lowell Thomas	5.00
04/17/09	Cab Fare/Ground Transportation Lowell Thomas	47.00
04/17/09	Cab Fare/Ground Transportation James Mesterharm	5.00
04/17/09	Cab Fare/Ground Transportation Brenda Miller	38.76
04/17/09	Cab Fare/Ground Transportation Spencer Ware	7.00
04/17/09	Cab Fare/Ground Transportation Spencer Ware	35.00
04/17/09	Cab Fare/Ground Transportation Spencer Ware	50.00
04/17/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/17/09	Client Meals & Entertainment Spencer Ware-Dinner-Spencer Ware	14.76
04/17/09	Meals & Tips Clayton Gring-Dinner	20.00
04/17/09	Meals & Tips Brenda Miller-Dinner	10.67
04/17/09	Parking & Tolls John Dischner	31.00
04/18/09	Meals & Tips Lowell Thomas-Dinner	4.00
04/19/09	Cab Fare/Ground Transportation Spencer Ware	25.00
04/20/09	Airfare Adam Sanderson-4/27/09-DAL-ORD	629.70
04/20/09	Airfare Todd Brents-4/22/09-DAY/ORD/CLT	720.70
04/20/09	Cab Fare/Ground Transportation Brenda Miller	11.00
04/20/09	Cab Fare/Ground Transportation Michael Degraf	64.00
04/20/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/20/09	Cab Fare/Ground Transportation Spencer Ware	8.00
04/20/09	Cab Fare/Ground Transportation Spencer Ware	7.00
04/20/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
04/20/09	Cab Fare/Ground Transportation Adam Sanderson	40.00
04/20/09	Cab Fare/Ground Transportation Todd Brents	37.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2019879-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
04/20/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur T Lowell	97.75
04/20/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur T Lowell	97.75
04/20/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
04/20/09	Phone - Internet Access Todd Brents	5.99
04/20/09	Lodging Todd Brents-Renaissance--4/20/2009	38.35
04/20/09	Lodging Todd Brents-Renaissance--4/20/2009	249.00
04/20/09	Lodging Lowell Thomas-Westin Hotels And Resorts-Chicago-4/20/2009-4/23/2009	826.28
04/20/09	Meals & Tips Lowell Thomas-Dinner	20.00
04/20/09	Parking & Tolls John Dischner	31.00
04/21/09	Airfare Spencer Ware-04/24/09-ORD AND EWR	434.60
04/21/09	Airfare James Mesterharm-04/22/09-ORD-LGA-ORD	835.28
04/21/09	Cab Fare/Ground Transportation Spencer Ware	8.00
04/21/09	Cab Fare/Ground Transportation Spencer Ware	6.00
04/21/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
04/21/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
04/21/09	Cab Fare/Ground Transportation Brenda Miller	9.00
04/21/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/21/09	Cab Fare/Ground Transportation Lowell Thomas	10.00
04/21/09	Cab Fare/Ground Transportation Todd Brents	41.00
04/21/09	Cab Fare/Ground Transportation Todd Brents	55.00
04/21/09	Phone - Internet Access Todd Brents	17.12
04/21/09	Meals & Tips Todd Brents-Dinner	20.00
04/21/09	Parking & Tolls Todd Brents	28.00
04/21/09	Parking & Tolls Michael Degraf	36.00
04/21/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Team-Brenda Miller, A. Sanderson, M. Degraf	34.95

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2019879-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
04/22/09	Airfare Clayton Gring-4/27/09-CHICAGO, DALLAS	722.70
04/22/09	Airfare Jarrin McCreery-4/27/09-DFW TO STL TO CHICAGO	559.20
04/22/09	Airfare James Mesterharm-04/22/09-ORD-LGA-ORD	314.56
04/22/09	Cab Fare/Ground Transportation Todd Brents	45.00
04/22/09	Cab Fare/Ground Transportation Lowell Thomas	10.00
04/22/09	Cab Fare/Ground Transportation Michael Degraf	64.00
04/22/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/22/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/22/09	Cab Fare/Ground Transportation Spencer Ware	8.00
04/22/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
04/22/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
04/22/09	Cab Fare/Ground Transportation Brenda Miller	11.00
04/22/09	Lodging Todd Brents-Marriott Hotels-Chicago-4/22/2009-4/23/2009	574.70
04/22/09	Lodging James Mesterharm-Thi3 New York Llc-New York-4/22/2009	52.38
04/22/09	Lodging James Mesterharm-Thi3 New York Llc-New York-4/22/2009	329.00
04/22/09	Parking & Tolls James Mesterharm	31.00
04/22/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Clayton Gring, S. Matrenec, S. Ware, L. Thomas	60.00
04/23/09	Cab Fare/Ground Transportation Spencer Ware	7.00
04/23/09	Cab Fare/Ground Transportation Spencer Ware	25.00
04/23/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
04/23/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
04/23/09	Cab Fare/Ground Transportation Lowell Thomas	10.00
04/23/09	Cab Fare/Ground Transportation Brenda Miller	9.00
04/23/09	Lodging James Mesterharm-Thi3 New York Llc-New York-4/23/2009	329.00
04/23/09	Lodging James Mesterharm-Thi3 New York Llc-New York-	52.38

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2019879-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
	4/23/2009	
04/23/09	Lodging Adam Sanderson-Westin Hotels And Resorts-Chicago - 4/20/2009-4/23/2009	1,103.24
04/23/09	Meals & Tips Adam Sanderson-Dinner	20.00
04/23/09	Meals - Engagement Team Lowell Thomas-Dinner-Lowell Thomas, Scott, Clayton, Spencer	60.00
04/24/09	Airfare Lowell Thomas-4/27/09-LGA-ORD	339.52
04/24/09	Airfare Lowell Thomas-4/30/09-ORD-LGA	459.49
04/24/09	Airfare Todd Brents-4/27/09-CLT/ORD	179.10
04/24/09	Cab Fare/Ground Transportation Lowell Thomas	5.00
04/24/09	Cab Fare/Ground Transportation Lowell Thomas	47.00
04/24/09	Cab Fare/Ground Transportation Adam Sanderson	41.45
04/24/09	Cab Fare/Ground Transportation Spencer Ware	7.00
04/24/09	Cab Fare/Ground Transportation Spencer Ware	55.00
04/24/09	Cab Fare/Ground Transportation Spencer Ware	50.00
04/24/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
04/24/09	Parking & Tolls Adam Sanderson	60.00
04/24/09	Parking & Tolls Todd Brents	44.00
04/24/09	Parking & Tolls James Mesterharm	62.00
04/24/09	Meals - Engagement Team Lowell Thomas-Dinner-Ggp-Lowell Thomas;Spencer Ware;Clayton Gring	31.00
04/25/09	Cab Fare/Ground Transportation Todd Brents 04/27/09	60.00
04/25/09	Cab Fare/Ground Transportation Todd Brents 04/27/09	40.00
04/25/09	Phone - Internet Access Todd Brents 04/27/09	17.12
04/25/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-4 /20/2009-4/25/2009	1,379.05
04/25/09	Meals & Tips Todd Brents-Dinner T. Brents and A. Sanderson 04/27/09	40.00
04/26/09	Airfare Spencer Ware-04/27/09-EWR AND ORD	434.60

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2019879-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
04/26/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. Adam Sanderson	33.66
04/27/09	Cab Fare/Ground Transportation Spencer Ware	6.00
04/27/09	Cab Fare/Ground Transportation Spencer Ware	55.00
04/27/09	Cab Fare/Ground Transportation Spencer Ware	50.00
04/27/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
04/27/09	Cab Fare/Ground Transportation Jarrin McCreery	40.00
04/27/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
04/27/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	88.56
04/27/09	Lodging Lowell Thomas-Westin Hotels And Resorts-Chicago- 4/27/2009-4/29/2009	965.91
04/27/09	Parking & Tolls James Mesterharm	36.00
04/28/09	Cab Fare/Ground Transportation Spencer Ware	7.00
04/28/09	Cab Fare/Ground Transportation Spencer Ware	7.00
04/28/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
04/28/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
04/28/09	Cab Fare/Ground Transportation Brenda Miller	9.00
04/28/09	Cab Fare/Ground Transportation Lowell Thomas	10.00
04/28/09	Phone - Internet Access Todd Brents	17.12
04/28/09	Lodging Todd Brents-Renaissance--4/28/2009	309.00
04/28/09	Lodging Todd Brents-Renaissance--4/28/2009	47.59
04/28/09	Meals & Tips Todd Brents-Dinner	20.00
04/29/09	Airfare Adam Sanderson-5/4/09-DAL-ORD	629.70
04/29/09	Airfare Jarrin McCreery-5/11/09-DFW TO ORD	411.71
04/29/09	Airfare Jarrin McCreery-5/4/09-DFW TO ORD	340.10
04/29/09	Airfare Jarrin McCreery-5/8/09-CHICAGO TO HOUSTON	156.60
04/29/09	Cab Fare/Ground Transportation Lowell Thomas	10.00
04/29/09	Cab Fare/Ground Transportation Spencer Ware	7.00

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2019879-15

Re: Expenses
 Client/Matter # 005717.00118

Date	Disbursement Description	Amount
04/29/09	Cab Fare/Ground Transportation Spencer Ware	7.00
04/29/09	Cab Fare/Ground Transportation Spencer Ware	6.00
04/29/09	Cab Fare/Ground Transportation Spencer Ware	7.00
04/29/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
04/29/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
04/30/09	Airfare Jarrin McCreery-5/22/09-CHICAGO TO CLT TO CHICAGO	-345.70
04/30/09	Airfare Jarrin McCreery-5/26/09-SAVANNAH TO CHICAGO	461.36
04/30/09	Airfare Jarrin McCreery-5/29-CHICAGO TO DFW	210.60
04/30/09	Airfare Jarrin McCreery-5/18/09-DFW TO CHICAGO	237.10
04/30/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
04/30/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
04/30/09	Cab Fare/Ground Transportation Lowell Thomas	45.00
04/30/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
04/30/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
04/30/09	Meals & Tips Lowell Thomas-Dinner	5.91
04/30/09	Other - - VENDOR: Raindance Communications, Inc. Conference Calls For 4/30 J Mesterharm	289.91
04/30/09	Other - - VENDOR: Raindance Communications, Inc. Conference Calls For 4/30 J Dischner	61.77
Total Disbursements		22,646.95

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2019879-15

Re: Expenses
Client/Matter # 005717.00118

Disbursement Recap:

Description	Amount
Airfare Change Fees	190.00
Airfare	11,526.90
Cab Fare/Ground Transportation	2,360.01
Client Meals & Entertainment	14.76
Phone - Internet Access	57.35
Lodging	7,257.72
Meals & Tips	167.08
Other	385.34
Parking & Tolls	395.00
Long Distance Calls	46.84
Meals - Engagement Team	245.95
Total Disbursements	22,646.95

June 23, 2009

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Re: Post Petition - Financial Advisory
Client: 005717
Inv. No.: 2020192

Federal Tax Id 38-3637158

For Professional Services: May 31, 2009 through May 31, 2009

Current Charges:		Hours	Rate	Amount
Anne Hollingsworth	Paraprofessional	17.10	200.00	3,420.00
Jarrin McCreery	Analyst	206.80	260.00	53,768.00
Lowell Thomas	Associate	257.80	265.00	68,317.00
Yusra Alsayyad	Associate	92.80	295.00	27,376.00
Spencer M Ware	Associate	236.70	365.00	86,395.50
Scott Jarrell	Vice President	139.30	395.00	55,023.50
Clayton Gring	Vice President	307.80	450.00	138,510.00
Michael DeGraf	Vice President	194.00	450.00	87,300.00
Scott Matrenec	Director	286.30	510.00	146,013.00
Brenda Miller	Director	185.10	510.00	94,401.00
Adam Sanderson	Director	221.40	555.00	122,877.00
John Dischner	Director	238.80	595.00	142,086.00
Todd Brents	Managing Director	11.50	730.00	8,395.00
James Mesterharm	Managing Director	221.10	790.00	174,669.00
Total Hours & Fees		<u>2,616.50</u>		<u>1,208,551.00</u>
Less 50% Travel				(66,818.75)
Subtotal				<u>1,141,732.25</u>
Expenses				<u>64,719.12</u>
Total Amount Due				<u>USD 1,206,451.37</u>

Please reference the invoice number noted above on any payment remittance. Thank You.

Send electronic remittance to:

Send check remittance to:

Account Name: AlixPartners, LLP
Account Number: 003-58897
Bank Name: Deutsche Bank
ABA: 021-001-033

AlixPartners, LLP
P.O. Box 5838
Carol Stream, IL 60197-5838

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Project Code	Description	Amount
005717.00100	Post Petition - Financial Advisory	106,164.00
005717.00101	Post Petition - CMS Related Work	4,273.50
005717.00102	Post Petition - Travel billed at 50%	133,637.50
005717.00103	Cash Forecasting/Cash Planning	301,734.50
005717.00104	DIP Lender Activities	30,736.00
005717.00105	Business Plan Activities/Cost Reduction	40,960.50
005717.00106	Claims Analysis/Settlement Related Work	48,451.00
005717.00107	Individual Entity Analysis	41,171.00
005717.00108	Executory Contract Review & Analysis	1,224.00
005717.00110	MOR Reporting	24,173.50
005717.00112	Schedules & SOFAs	192,803.00
005717.00114	Intercompany Review & Analysis	66,468.50
005717.00115	Constituent Communication & Discussion	123,495.00
005717.00116	Financial Analysis	93,259.00
Total Fees Incurred		1,208,551.00

Expenses	Amount
Airfare	24,414.41
Cab Fare/Ground Transportation	6,284.12
Client Meals & Entertainment	100.00
Phone - Internet Access	31.14
Lodging	28,695.86
Meals & Tips	391.60
Other	520.10
Parking & Tolls	1,501.11
Long Distance Calls	41.85
Meals - Engagement Team	2,738.93
Total Disbursements	64,719.12

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2020192-1

Re: Post Petition - Financial Advisory
 Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
05/01/09	JAM	Review objections filed and participate in phone call to discuss process for response	2.80
05/01/09	JAM	Prepare for and attend GGP WIP call to discuss case strategy.	0.70
05/02/09	JAM	Review chart regarding potential objections	0.80
05/04/09	JAM	Review Weil draft response to filed objections.	3.20
05/04/09	JAM	Prepare for and attend call with UCC to discuss comments on first day relief. Work on analysis to stratify pre-petition TA's per UCC request.	2.10
05/04/09	JAM	Attend discussion on employee motion and potential changes in bonus programs.	0.60
05/04/09	JAM	Meeting with CEO and GC to discuss case strategy issues.	0.70
05/04/09	JAD	Prepare for and attend WIP call.	0.80
05/04/09	JAD	Review objections and responses in advance of Friday hearing.	2.90
05/05/09	JAD	Continued preparation for 5/8 hearing.	0.80
05/05/09	JAM	Prepare for and attend Tuesday restructuring team call.	1.50
05/05/09	JAM	Review and provide comments on Weil response to objections.	3.50
05/06/09	JAM	Prepare for hearing and review relevant exhibits.	2.70
05/06/09	JAM	Prepare for potential deposition including discussions with counsel, review of document requests, review of objections.	3.20
05/06/09	JAD	Prep for hearing.	2.50
05/06/09	JAD	Prep for deposition.	2.50
05/07/09	JAM	Prepare for potential deposition including review of materials provided, objections filed, and interview preparation.	2.10
05/07/09	JAM	Prepare for court hearing.	3.20
05/07/09	JAM	Prepare for direct testimony with Weil attorneys on various first day motions.	2.80
05/07/09	JAD	Prepare exhibits for hearing.	4.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-1

Re: Post Petition - Financial Advisory
Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
05/07/09	JAD	Analysis and prep for hearing.	2.80
05/08/09	JM	Updated schedules checklist and redistributed	0.40
05/08/09	JAD	Prepare for hearing.	2.50
05/08/09	JAD	Attend hearing	6.00
05/08/09	JAM	Prepare for court hearing and travel to hearing.	2.10
05/08/09	JAM	Attend court hearing	6.20
05/09/09	JAM	Call with Weil to discuss preparation for May 13th hearing	0.80
05/09/09	JAM	Prepare for and attend call regarding MetLife document request.	1.10
05/09/09	JAD	Follow-up call regarding open items re prep for following week.	0.70
05/10/09	JAM	Review materials regarding MetLife data request.	0.80
05/11/09	JAD	Call with potential DIP lender re cash management and follow-up.	0.90
05/11/09	JAD	Prep for and meeting with COO regarding receivables and revenue at risk.	1.40
05/11/09	JAD	Review items and work plan in prep for May 13 hearing.	2.50
05/11/09	JAD	Work relating to Board of Directors (BOD) document and preparation.	2.20
05/11/09	AS	Review schedule and sofa data received from client.	2.10
05/11/09	JAM	Review MetLife document request related issues and analysis to support request.	2.40
05/12/09	JAD	Prep for hearing.	4.40
05/12/09	JAD	Prepare board presentation.	1.80
05/12/09	JAD	Prepare for and attend calls relating to various open issues/objections.	1.70
05/12/09	JAM	Meeting with Weil to prepare for potential testimony in support of hearing	1.40
05/13/09	JAM	Prepare for and attend final hearing on DIP, Cash Management, Cash Collateral, and Tenant Supplement.	8.00

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2020192-1

Re: Post Petition - Financial Advisory
 Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
05/13/09	SJ	Analysis of Entity to Legal Identification mapping.	3.70
05/13/09	JAD	Prep for court hearing.	2.50
05/13/09	JAD	Attendance at court hearing.	6.00
05/14/09	JAM	Prepare for and attend Senior Staff restructuring call.	1.50
05/14/09	JAM	Review supplemental affidavit for AlixPartners retention	0.80
05/14/09	JAM	Schedule advisor meeting to discuss case next steps.	0.50
05/14/09	JAD	Call relating to restructuring and follow-up.	1.50
05/14/09	BM	Prepare for, attend and debrief from WIP call. Discuss open items and outstanding issues with team.	1.10
05/15/09	BM	Participate and debrief from WIP call. Review open items with Alix and Weil teams.	0.90
05/15/09	JAD	Attend corp reengineering meetings.	2.00
05/15/09	JAD	Work relating to outline of creditors committee presentation document.	2.30
05/15/09	JAD	Attend calls and meetings relating to restructuring.	1.20
05/18/09	BM	Attend and debrief from WIP call. Debrief with team regarding status and updates of outstanding items.	1.30
05/18/09	JAM	Prepare for and attend WIP call.	1.00
05/18/09	AS	Summarize treasury data for schedules and sofas to input into data system.	2.70
05/19/09	JAM	Prepare for and attend senior staff restructuring meeting.	2.30
05/19/09	YA	Prepare for meeting about the automated schedules and SOFAs system.	3.80
05/19/09	YA	Discuss potential possibility or implications of filing motion for separate SOFAs and schedules for certain debtors.	0.90
05/20/09	JAM	Attend meeting at K&E with restructuring team to discuss next steps strategy and work stream items.	3.10
05/20/09	JAM	Prepare for and GGP court hearing.	2.70
05/20/09	BM	Prepare for and debrief from WIP call with team regarding outstanding issues and open items.	1.10

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2020192-1

Re: Post Petition - Financial Advisory
 Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
05/21/09	JAM	Review information request in preparation for potential deposition.	1.40
05/22/09	MDD	Analysis and review of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	3.70
05/26/09	JAM	Review ING document request and deposition request.	0.40
05/26/09	JAM	Coordinate travel with R. Gern.	0.20
05/27/09	SJ	Reconciliation between Scheduled data and Trial Balance data.	3.60
05/28/09	JAM	Attend case planning meeting with Weil, K&E, Miller Buckfire and sr. management of GGP.	3.10
05/29/09	JAD	Attend dep prep	3.20
05/29/09	BM	Attend and debrief from WIP call with Alix team.	1.30
05/29/09	JAM	Prepare for and attend deposition prep for ING Clarion potential deposition.	3.80
05/29/09	JAM	Work on document request for ING Clarion request. Review analysis and make comments.	1.30
Total Hours			161.00



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-1

Re: Post Petition - Financial Advisory
Client/Matter # 005717.00100

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	74.80	790.00	59,092.00
John Dischner	59.60	595.00	35,462.00
Brenda Miller	5.70	510.00	2,907.00
Adam Sanderson	4.80	555.00	2,664.00
Michael DeGraf	3.70	450.00	1,665.00
Scott Jarrell	7.30	395.00	2,883.50
Yusra Alsayyad	4.70	295.00	1,386.50
Jarrin McCreery	0.40	260.00	104.00
Total Hours & Fees	161.00		106,164.00

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2020192-2

Re: Post Petition - CMS Related Work
 Client/Matter # 005717.00101

Date	Consultant	Description of Services	Hours
05/01/09	AS	Meet with staff regarding staffing issues.	0.60
05/04/09	AS	Research on 2015.3 filing requirement.	1.40
05/04/09	AS	Prepare for and attend WIP call.	0.70
05/06/09	AS	Prepare for and attend AP change meeting.	2.10
05/11/09	AS	Prepare board meeting slides. Review and implement feedback.	1.20
05/22/09	AS	Prepare for and attend WIP call meeting.	1.00
05/26/09	AS	Prepare for and attend the WIP call.	0.70
Total Hours			7.70



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-2

Re: Post Petition - CMS Related Work
Client/Matter # 005717.00101

Fee Recap:

Consultant	Hours	Rate	Amount
Adam Sanderson	7.70	555.00	4,273.50
Total Hours & Fees	7.70		4,273.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-3

Re: Post Petition - Travel billed at 50%
Client/Matter # 005717.00102

Date	Consultant	Description of Services	Hours
05/01/09	SMW	Travel from Client site.	4.50
05/01/09	JM	ORD to DFW	4.50
05/01/09	AS	Travel from client.	4.10
05/04/09	SMW	Travel to Client	4.50
05/04/09	LT	LGA - ORD	5.00
05/04/09	JM	Travel from DAL to ORD	4.00
05/04/09	CGG	DFW - ORD	4.00
05/04/09	AS	Travel to client.	4.20
05/06/09	JAD	Travel from Chicago to New York for hearing.	3.00
05/06/09	BM	Travel from ORD - LGA.	3.40
05/06/09	JAM	Travel to NY for prep and hearing	5.00
05/07/09	LT	ORD - LGA	4.50
05/07/09	SMW	Travel from Client	4.50
05/08/09	JM	Chicago to Houston	4.50
05/08/09	JAD	Travel from New York to Chicago.	4.50
05/08/09	BM	Travel from LGA - ORD.	3.40
05/08/09	JAM	Travel time (NY to Chicago)	5.00
05/08/09	AS	Travel from client.	4.30
05/11/09	SMW	Travel to Client	4.50
05/11/09	AS	Travel to client.	4.40
05/11/09	SJ	Travel NYC <-> CHI	5.00
05/11/09	LT	LGA - ORD	5.00
05/11/09	JAD	Travel from Chicago to New York.	5.00
05/11/09	CGG	DFW - ORD	4.00
05/11/09	JAM	Travel to NY for hearing	5.00
05/11/09	JM	Travel from DAL to ORD	4.00
05/13/09	JAD	Travel from New York to Chicago.	4.00
05/13/09	JAM	Travel from NY	5.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-3

Re: Post Petition - Travel billed at 50%
Client/Matter # 005717.00102

Date	Consultant	Description of Services	Hours
05/15/09	SJ	Travel LGA < MDW (Delay)	1.00
05/15/09	CGG	ORD - DFW	4.00
05/15/09	AS	Travel from client.	4.10
05/15/09	LT	ORD - LGA	5.00
05/15/09	SMW	Travel from Client	4.50
05/15/09	SJ	Travel LGA < MDW	5.00
05/15/09	JM	ORD to DAL	4.00
05/15/09	JM	Time spent in airport due to weather	1.50
05/15/09	AS	Extra travel time due to weather.	1.00
05/18/09	AS	Travel to client.	4.30
05/18/09	JM	DAL to ORD	4.00
05/18/09	LT	LGA - ORD	5.00
05/18/09	CGG	DFW - ORD	4.00
05/18/09	SJ	Travel LGA < MDW	5.00
05/18/09	SMW	Travel to Client	4.50
05/19/09	JAM	Travel to NY	5.00
05/20/09	JAM	Travel from NY to Chicago	5.00
05/21/09	AS	Travel from client.	4.20
05/22/09	SJ	Travel LGA < MDW	4.50
05/22/09	CGG	ORD - DFW	4.00
05/22/09	LT	ORD - LGA	5.00
05/22/09	JM	Travel from Chicago to SAV	4.00
05/22/09	SMW	Travel from client	4.50
05/26/09	JM	Travel from SAV to Chicago	4.00
05/26/09	SMW	Travel to Client	4.50
05/26/09	LT	LGA - ORD	5.00
05/26/09	JAD	Travel from Chicago to New York.	4.00
05/26/09	SJ	Travel LGA < ORD	5.00

General Growth Properties
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Invoice # 2020192-3

Re: Post Petition - Travel billed at 50%
 Client/Matter # 005717.00102

Date	Consultant	Description of Services	Hours
05/26/09	AS	Travel to client.	4.10
05/26/09	CGG	DFW - ORD	4.00
05/27/09	JAM	Travel Chicago to NY	5.00
05/27/09	TBB	Travel to Chicago.	2.50
05/28/09	CGG	ORD - DFW	4.00
05/28/09	SMW	Travel from Client	4.50
05/28/09	JAD	Travel time from New York to Chicago.	4.00
05/28/09	JAM	Travel time NY to Chicago	5.00
05/29/09	SJ	Travel: ORD <> MSP	3.00
05/29/09	LT	ORD - LGA	5.00
05/29/09	TBB	Travel from Chicago.	2.00
05/29/09	JM	Travel from ORD to DAL	4.00
05/29/09	AS	Travel from client.	4.20
Total Hours			289.70



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

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Re: Post Petition - Travel billed at 50%
Client/Matter # 005717.00102

Fee Recap:

Consultant	Hours	Rate	Amount
Todd Brents	4.50	730.00	3,285.00
James Mesterharm	40.00	790.00	31,600.00
John Dischner	24.50	595.00	14,577.50
Brenda Miller	6.80	510.00	3,468.00
Adam Sanderson	38.90	555.00	21,589.50
Scott Jarrell	28.50	395.00	11,257.50
Clayton Gring	28.00	450.00	12,600.00
Lowell Thomas	39.50	265.00	10,467.50
Spencer M Ware	40.50	365.00	14,782.50
Jarrin McCreery	38.50	260.00	10,010.00
Total Hours & Fees	289.70		133,637.50

General Growth Properties
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Invoice # 2020192-4

Re: Cash Forecasting/Cash Planning
 Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
05/01/09	SMM	Review property level information	3.70
05/01/09	SMM	Review 2009 & 2010 cash forecast	3.40
05/01/09	SMM	Analysis of escrow accounts	3.10
05/01/09	SMM	Review of actual cash reporting	2.80
05/01/09	CGG	Updated property cash models to respond to requests from internal and external staff.	4.00
05/01/09	CGG	Continued to update property level cash forecasts and respond to requests from external staff.	3.80
05/01/09	CGG	Prepared property level cash forecasts and summary to deliver to internal and external staff.	2.30
05/01/09	CGG	Updated property level model and delivered cash forecasts for 2009 and 2010 to internal and external staff.	2.30
05/01/09	CGG	Worked with external staff to update headquarter cost allocations for property level models. Delivered finalized property forecasts to external staff for distribution to working group.	1.90
05/01/09	SMW	Assisted in the update and review of property level cash flow models.	2.70
05/01/09	LT	Updated actual cash activity in 13-week cash flow model filed with the court.	1.60
05/02/09	CGG	Prepared for and participated in calls with external staff regarding cash forecasts.	1.90
05/02/09	SMM	Review of property cash forecast	3.60
05/02/09	SMM	Analysis of GGP liquidity	2.40
05/02/09	SMM	Review of debt information	1.20
05/03/09	SMM	Review of actual cash information	1.30
05/03/09	CGG	Worked with non filer cash data in preparation for meeting with creditor advisors.	2.10
05/03/09	CGG	Worked with cash forecast to prepare 13 week cash forecast to be used in court hearings.	3.20
05/03/09	LT	Updated actual cash activity in 13-week cash flow filed with	2.10

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Invoice # 2020192-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
		court; updated beginning and ending cash balances.	
05/04/09	LT	Updated wire payment data for week ended 5/1/09.	2.20
05/04/09	LT	Updated controlled disbursements for week ended 5/1/09.	1.20
05/04/09	LT	Verified actual payroll and utilities data for week ended 4/24.	1.60
05/04/09	LT	Verified debt payment data for week ended 4/24.	1.30
05/04/09	LT	Updated checks & ACH data for week ended 5/1/09.	2.30
05/04/09	LT	Updated debt payment data for week ended 5/1/09.	2.50
05/04/09	CGG	Worked with financial forecast data to update 13 week cash forecast.	3.60
05/04/09	CGG	Prepared for and participated in meeting with external staff regarding cash model and updates made to property level models.	1.40
05/04/09	CGG	Prepared for and worked with external staff to report actuals in 13 week cash forecast. Incorporated data from external and internal staff into 13 week model.	3.30
05/04/09	CGG	Continued to work with forecast data to update 13 week cash forecast in preparation for court hearing.	3.90
05/04/09	SMW	Assisted in structuring revised property level cash flow models.	3.60
05/04/09	YA	Tax: Run queries on open AP Tax and Outstanding checks and provide reports by debtor categorized by tax type.	2.10
05/04/09	YA	Filter and summarize previous weeks ACH and Check Data. Filter and provide categories for previous weeks Bank Data	2.20
05/04/09	SMM	Review cash position report, including follow-up	0.80
05/04/09	SMM	Review payroll information and follow-up	1.70
05/04/09	SMM	Review utility deposit information	1.10
05/04/09	SMM	Review 2009-10 consolidated cash forecast	3.10
05/04/09	JAM	Review daily cash position schedule.	0.30
05/04/09	SMM	Review bank account information, including escrows	2.40
05/05/09	SMM	Review property level cash forecast	3.90

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Invoice # 2020192-4

Re: Cash Forecasting/Cash Planning
 Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
05/05/09	SMM	Review forecast variance analysis	1.70
05/05/09	SMM	Analysis of consolidated 2009 & 2010 cash forecast	2.90
05/05/09	SMM	Review of actual cash information	2.80
05/05/09	JAM	Work with team on information regarding cash management issues in preparation for court.	2.60
05/05/09	YA	Pre-petition payment monitoring: Using issued check runs from previous week, report on payments made by debtors on pre-petition invoices.	1.90
05/05/09	SMW	Assisted in developing new property level cash flow forecasts.	3.20
05/05/09	CGG	Worked with external staff to prepare cash coverage and admin claims analysis.	3.70
05/05/09	CGG	Worked with cash forecast data to update 13 week and two year cash forecast to reflect new DIP assumptions.	3.40
05/05/09	CGG	Continued to work with financial data to update cash forecast in preparation for hearing.	2.90
05/05/09	CGG	Researched and prepared various schedules to answer questions posed by creditor advisors.	3.90
05/05/09	CGG	Continued to work with financial data to update cash forecasts and related documents. Delivered updated product to external staff for review.	4.00
05/05/09	LT	Investigated pre/post petition utility payments.	2.10
05/05/09	LT	Met with company to discuss check float/outstanding checks for week ended 5/1/09.	0.70
05/05/09	LT	Finalized weekly cash activity summary for week ended 5/1/09.	1.90
05/05/09	LT	Updated cash balances for week ended 5/1/09.	1.20
05/05/09	LT	Calculated non-filer outstanding check float.	1.30
05/05/09	LT	Updated post-petition filer cash activity for 13-week cash flow model.	2.10
05/05/09	LT	Updated cash variance analysis for week ended 5/1/09.	1.00

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Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
05/06/09	LT	Configured data table for cash model to break out weeks.	3.10
05/06/09	LT	Summarized property level cash flow detail for old cash flow model.	2.20
05/06/09	LT	Reconciled actual debt service to forecasted debt service for week ended 5/1/09 .	1.40
05/06/09	LT	Updated debt payment information in debt model.	0.70
05/06/09	LT	Created weekly cumulative cash variance summary for post petition period.	2.10
05/06/09	LT	Investigated variance in debt service for week ended 5/1/09.	1.40
05/06/09	LT	Configured source data to be used in update of cash model.	4.20
05/06/09	LT	Updated 13-week principal and interest forecast for cash model.	1.50
05/06/09	CGG	Worked with external staff to prepare updated forecast and related schedules to be filed with the bankruptcy court.	3.10
05/06/09	CGG	Worked with financial and historical data to prepare updated property level forecasts.	3.20
05/06/09	CGG	Continued to work with forecast data to prepare updated property level forecasts.	3.40
05/06/09	CGG	Prepared updated 2 year and 13 week cash forecasts summarizing DIP and no DIP scenarios. Delivered presentation to external staff for review.	3.10
05/06/09	CGG	Continued to work with forecasted detail and mall level adjustments to further progress on property level forecasts.	4.00
05/06/09	CGG	Updated adjustments tab for bankruptcy impact calculations. Delivered to external staff for inclusion in property level model.	1.40
05/06/09	SMW	Created new format for updated property level cash models	4.60
05/06/09	SMW	Rolled new format for property level cash forecasts out to all property level models and began incorporating data by property.	3.70
05/06/09	SMW	Continued rolling out new format for property level cash forecasts out to all property level models and began	3.50

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Re: Cash Forecasting/Cash Planning
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Date	Consultant	Description of Services	Hours
		incorporating data by property.	
05/06/09	SMM	Review of 2009-10 consolidated cash forecast	2.70
05/06/09	SMM	Review property level cash forecast	3.60
05/06/09	SMM	Review accounts payable information	1.10
05/07/09	CGG	Worked with external staff to continue progress on property specific model updates.	3.90
05/07/09	CGG	Prepared DIP 2 year and 13 week forecasts and bridge analyses at the request of external staff.	3.30
05/07/09	CGG	Worked with external staff to prepare property specific analyses to be used in updated property models. Delivered to external staff for inclusion in model.	2.10
05/07/09	SMW	Continued roll out of updated property level updated financials.	4.30
05/07/09	LT	Updated data table for cash model to break out additional detail.	2.10
05/08/09	SMW	Property level financial modeling.	1.20
05/08/09	CGG	Worked with forecast data to prepare real estate tax support schedule for property specific models.	3.20
05/08/09	CGG	Continued to work with financial forecast data to prepare adjustment schedules at the request of external staff to be used in property specific models.	2.40
05/08/09	SMM	Review of secured lender cash forecast	3.20
05/08/09	SMM	Review of cash trap information	2.20
05/08/09	SMM	Review of bankruptcy relief information	2.60
05/09/09	SMM	Review of property level cash forecast	3.70
05/09/09	SMM	Review of 2009-10 cash forecast	2.30
05/09/09	CGG	Worked with real estate tax data to check against company forecast. Prepared variance schedule and delivered to external staff.	2.40
05/09/09	CGG	Prepared for and participated in calls with external staff regarding tax and secured interest schedules. Began work	2.20

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Invoice # 2020192-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
		on variance schedule following calls.	
05/09/09	SMW	Reviewed and delivered property level cash flow model to project team.	0.90
05/10/09	SMW	Held conferences call regarding property level cash flow models and updated consolidating summaries.	3.20
05/10/09	CGG	Worked with 2 year forecast data to prepare adjustment schedules for property level models.	3.80
05/10/09	CGG	Continued to work with data from external staff to prepare adjustments schedule for model. Prepared for and participated in calls with external staff to obtain proper data for schedules.	3.20
05/10/09	LT	Updated 2 year principal and interest forecast in new cash model.	2.20
05/10/09	SMM	Review of 13 week cash forecast	3.20
05/10/09	SMM	Review of consolidated cash forecast	3.40
05/10/09	SMM	Review of property level spend	1.60
05/10/09	JAM	Prepare for and attend meeting to review revenue and risk and property level A/R analysis.	2.10
05/11/09	JAM	Attend meeting with operations team to discuss revenue at risk analysis and analyze impact on forecast.	2.10
05/11/09	SMM	Review of property level cash forecast	3.60
05/11/09	SMM	Review of cash information	2.40
05/11/09	SMM	Review of cash forecast supporting documentation	3.40
05/11/09	CGG	Continued to work with forecast data to prepare updated property level cash forecasts. Investigated variances and corrected in model.	3.90
05/11/09	CGG	Continued to work with property level cash model in preparation for court hearings and creditor committee requests.	3.80
05/11/09	CGG	Prepared updated cash forecasts and using newly received DIP estimates and prepared reporting packet for external staff.	3.70

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Re: Cash Forecasting/Cash Planning
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Date	Consultant	Description of Services	Hours
05/11/09	CGG	Prepared adjustments tab based on previous 13 week and 2 year cash forecasts. Incorporate into updated property level models.	3.40
05/11/09	CGG	Continued to work with financial models and schedules to be filed with the court using new DIP and No DIP scenarios.	3.30
05/11/09	YA	ACTUALS: Filter and summarize check and ACH run from previous week. Review process with team member.	2.30
05/11/09	YA	Pre/Post-Petition Split: Discuss with team member methodology for filtering pre-petition checks from the weekly check run. Filter pre-petition checks from previous weeks check run.	2.70
05/11/09	LT	Reconciled property level principal and interest to DIP forecast filed with court.	1.40
05/11/09	LT	Updated 13-week secured interest & principal forecast for new cash model.	2.30
05/11/09	LT	Prepared chart of daily cash position since petition date.	1.20
05/11/09	SJ	Discuss Actuals database with Alix team members	3.90
05/11/09	SJ	Discuss Checks and ACH files. Alix team meeting regarding Schedules.	3.50
05/11/09	LT	Updated 2010 forecasted development capital and tenant allowances in data table for new cash model.	2.40
05/11/09	SMW	Continued summarizing and incorporating presentation components related to forecasts and bankruptcy motions	3.90
05/11/09	SMW	Summarized and incorporated presentation components related to forecasts and bankruptcy motions	3.20
05/11/09	SMW	Continued summarizing and incorporating presentation components related to forecasts and bankruptcy motions	3.90
05/12/09	SMW	Assisted project team in development of property level financial models.	3.90
05/12/09	LT	Updated checks and ACH data for week ended 5/8/09.	1.50
05/12/09	LT	Updated data table for new cash model to include management fees for 2010.	2.10

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Re: Cash Forecasting/Cash Planning
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Date	Consultant	Description of Services	Hours
05/12/09	YA	Pre/Post petition split: discuss process for filtering cleared and outstanding check runs for checks on pre-petition invoices. Filter runs from previous week	1.90
05/12/09	YA	With team member, investigate entities with mezzanine debt. Attempt to pull JDE company numbers. Confirm that borrowers have no operating JDE numbers.	2.20
05/12/09	CGG	Prepared updated 13 week and 2 year cash forecasts per request from external staff. Delivered to external staff for review.	3.80
05/12/09	CGG	Worked with property level model to reconcile month activity to previous 2 year forecast in preparation for correspondence with constituencies.	3.90
05/12/09	CGG	Continued to reconcile month activity in property level model and make necessary adjustments to company forecast.	3.20
05/12/09	SMM	Review property level cash forecast	3.70
05/12/09	SMM	Discussion and follow-up regarding property level information	3.30
05/12/09	JAM	Prepare for and attend call with counsel to Deutsche Bank regarding cash system at Financial Service Provider (FSP).	1.60
05/12/09	JAM	Review documents and discuss issues related to adequate protection payments to mezz lenders.	2.60
05/12/09	JAD	Review 13-week and two year models.	1.50
05/13/09	SMM	Review 13 week cash forecast	3.30
05/13/09	CGG	Prepared one off analyses pertaining to DIP funding and fees.	1.10
05/13/09	CGG	Prepared 2 year and 13 week forecasts for creditor advisors and external staff upon request.	2.90
05/13/09	CGG	Prepared for and worked with external staff regarding principal and interest forecast.	1.60
05/13/09	CGG	Worked with external staff to prepare cash trap analysis leading into hearing.	2.10
05/13/09	CGG	Continued to work with property level model and created	3.10

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Re: Cash Forecasting/Cash Planning
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Date	Consultant	Description of Services	Hours
		variance report against court forecast. Researched variances.	
05/13/09	CGG	Worked with 13 week property level forecasts and adjusted necessary variances to continue progress on model.	3.80
05/13/09	YA	Actuals: Discuss weekly bank data preparation with team member. Review module in database with the algorithm that categorizes the transactions. Filter and categorize previous weeks bank data.	2.70
05/13/09	LT	Updated weekly controlled disbursements for week ended 5/8/09.	1.70
05/13/09	LT	Updated weekly miscellaneous disbursements for week ended 5/8/09.	1.70
05/13/09	LT	Updated weekly intercompany transactions for week ended 5/8/09.	2.50
05/13/09	LT	Updated data table for new cash model for weekly principal and interest payments.	2.20
05/13/09	LT	Updated weekly cash activity summary for week ended 5/8/09.	1.80
05/13/09	SMW	Continued helping with updates to the property level cash flow models.	4.30
05/14/09	SMW	Adjusted property level summaries for revised inputs and summaries.	2.10
05/14/09	LT	Updated cash activity summary for week ended 5/8/09.	1.90
05/14/09	SJ	Company cashflow mapping and analysis exercise.	3.30
05/14/09	LT	Updated wire payment data for week ended 5/8/09.	2.20
05/14/09	LT	Updated debt payment data for week ended 5/8/09.	1.80
05/14/09	YA	With tenant allowance cash flow report pull in JDE company codes and summarize by filing status. Discuss past methodology for matching with team member	2.20
05/14/09	CGG	Worked with external staff to satisfy creditor committee requests.	3.70
05/14/09	CGG	Continued to work with external staff to update property level cash model and reconcile to lender reports.	4.00

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Date	Consultant	Description of Services	Hours
05/14/09	CGG	Prepared for and discussed property level cash models with members of internal and external staff. Updated models accordingly following meetings.	1.80
05/14/09	CGG	Continued to work with property level cash models to prepare for correspondence with creditor committee advisors.	2.30
05/14/09	JAM	Discuss strategy with financial services around gaining cash from escrow and traps	0.80
05/14/09	JAM	Review daily liquidity position report.	0.20
05/14/09	JAD	Meeting regarding metrics and follow-up meeting with financial services regarding forecasting.	2.20
05/14/09	SMM	Review of pro forma cash flow forecasts	3.60
05/14/09	SMM	Review of cash forecast	1.40
05/15/09	CGG	Worked with external staff to satisfy requests from creditors committee advisors.	3.90
05/15/09	CGG	Worked with reconciling issues in property level model to finalize corporate level adjustments.	2.10
05/15/09	LT	Updated joint venture cash activity for week ended 5/8/09.	1.40
05/15/09	LT	Investigated debt payments for week ended 5/8/09.	2.10
05/15/09	LT	Finalized cash variance analysis for week ended 5/8/09.	1.50
05/18/09	LT	Updated SG&A activity for week ended 5/8/09.	1.60
05/18/09	LT	Meeting with Company on MPC forecasting/reporting capabilities and process.	1.20
05/18/09	LT	Meeting with Company on JV forecasting/reporting capabilities and process.	1.10
05/18/09	LT	Updated weekly cash variance summary since petition for filing vs. non-filing entities.	1.80
05/18/09	LT	Investigated and noted significant weekly cash variances for post-petition period.	1.40
05/18/09	SMW	Updated property level cash flows.	4.30
05/18/09	SMW	Continued updating property level cash flows.	3.10

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Re: Cash Forecasting/Cash Planning
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Date	Consultant	Description of Services	Hours
05/18/09	CGG	Continued to work with property level models to finalize corporate level adjustments and tie to court presentations.	3.80
05/18/09	CGG	Continued to update property level model. Began adjustments to model for April to May transition.	3.40
05/18/09	CGG	Worked with reconciliations schedules from external advisors to satisfy creditor committee requests.	1.70
05/18/09	SMM	Review of consolidated cash forecast	2.80
05/18/09	SMM	Review of actual reporting	3.40
05/18/09	JAD	Analysis and work relating to changes to cash management system post petition.	3.00
05/18/09	JAM	Review daily cash position	0.10
05/19/09	JAD	Work relating to analysis of cash management system and discussions with counsel.	1.50
05/19/09	SMM	Review of property level forecasts	3.80
05/19/09	CGG	Continued to update 13 week and 2 year cash forecast based up updated company forecast.	4.00
05/19/09	CGG	Continued to update 13 week and 2 year cash forecast based up updated company forecast.	3.90
05/19/09	CGG	Prepared property level cash models based on updated company forecast for external staff review.	3.80
05/19/09	CGG	Worked with updated forecast from company. Ran variance and anomaly checks to validate data.	4.00
05/19/09	CGG	Prepared for and met with various members of internal staff to obtain corporate and other forecasts for inclusion into cash model.	2.40
05/19/09	JAM	Review daily cash position	0.20
05/19/09	LT	Updated data table for new cash model with April 2009 forecast data.	3.70
05/19/09	LT	Finalized actual cash activity for week ended 5/8/09 and loaded into cash model.	1.80
05/19/09	LT	Updated checks and ACH data for week ended 5/15/09.	2.10

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
05/19/09	LT	Updated data table for new cash model with new principal & interest forecast.	2.30
05/19/09	LT	Updated controlled disbursements for week ended 5/15/09.	1.90
05/19/09	LT	Updated intercompany activity for week ended 5/15/09.	2.20
05/19/09	SMW	Continued to assist in the development of property level cash flow.	1.90
05/19/09	SMW	Assisted in the development of the property level cash flow models.	3.70
05/19/09	SJ	Bank data reformat, import, analysis, and suggestions. Quality control and verification of data provided.	3.70
05/20/09	SMW	Assisted in the development of property level cash flow models	2.70
05/20/09	SMW	Continued to assist in the development of property level cash flows	1.40
05/20/09	LT	Updated wire payment data for week ended 5/15/09.	2.10
05/20/09	LT	Updated miscellaneous disbursement data for week ended 5/15/09.	1.50
05/20/09	LT	Updated debt payment data for week ended 5/15/09.	1.90
05/20/09	LT	Updated cash variance analysis for week ended 5/15/09.	1.20
05/20/09	LT	Updated JV activity for week ended 5/15/09.	1.40
05/20/09	LT	Investigated filer cash balance / check float issues.	2.20
05/20/09	CGG	Prepared expense reconciliation reports to satisfy questions from creditor committee advisors.	3.90
05/20/09	CGG	Continued to update 13 week and 2 year cash forecast based up updated company forecast.	4.00
05/20/09	CGG	Prepared adjustments summary analysis for external staff review.	2.10
05/20/09	CGG	Continued to work with updated forecast from external staff to prepare 2 year and 13 week forecast.	3.10
05/20/09	CGG	Prepared for and met with various members of external staff to discuss needed analyses for cash model and mall level	2.40

General Growth Properties
Adam Metz, CEO
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Chicago, IL 60606

Invoice # 2020192-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
		outputs.	
05/20/09	JAD	Discussions with management regarding JV funding needs.	1.20
05/20/09	JAD	Analysis around cash management and adequate protection and prep for discussions with management.	2.40
05/20/09	SMM	Review of property level cash forecast	3.70
05/20/09	SMM	Analysis of consolidated cash forecast	3.00
05/20/09	JAD	Call regarding forecast.	0.80
05/21/09	JAD	Cash flow analysis from filing to current and two year.	1.80
05/21/09	SMM	Review of property level cash forecast	2.90
05/21/09	SMM	Review of consolidated cash forecast	2.60
05/21/09	CGG	Updated cash forecast with external staff to prepare for board presentation	3.90
05/21/09	CGG	Continued to work with updated company forecast to update 13 week and 2 year for board presentation and creditor committee meeting.	4.10
05/21/09	CGG	Continued to work with updated company forecast to update 13 week and 2 year for board presentation and creditor committee meeting.	4.00
05/21/09	CGG	Continued to update 13 week and 2 year property cash forecast based on company supplied forecast information.	3.80
05/21/09	SMW	Support project team with update of by property cash flow models.	3.20
05/22/09	SMW	Assisted in the development in the development of property level cash flows	2.30
05/22/09	CGG	Finalized property level cash forecast based on updated forecast from internal staff. Provided to external staff for inclusion in board presentation.	4.00
05/22/09	CGG	Prepared reconciliation and bridge to prior 2 year forecasts and delivered to external staff.	2.30
05/22/09	JAM	Review daily cash position.	0.20
05/24/09	CGG	Updated property level cash diagram and delivered to	1.20

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Invoice # 2020192-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
		external staff for board presentation.	
05/24/09	SMW	Updated analysis for industry view of cash flows for leverage purposes.	2.10
05/25/09	SMW	Further updated analysis for industry view of cash flows for leverage purposes.	1.90
05/25/09	CGG	Updated cash forecast and corresponding board slides based on JV spend. Delivered to external staff for inclusion in board and UCC deck.	2.10
05/26/09	CGG	Worked with external staff to create cash at exit schedule in preparation for meeting with creditors.	3.70
05/26/09	CGG	Assisted external staff in 10 year forecast and debt forecast calculations.	2.30
05/26/09	CGG	Continued to work with external staff to prepare cash forecast slides for meeting with unsecured creditors.	3.10
05/26/09	CGG	Worked with external staff to prepare business plan outline in preparation for meeting with creditors.	1.80
05/26/09	CGG	Worked with information from external staff to update unsecured creditor presentation for ordinary capital spend.	1.00
05/26/09	JAM	Review daily cash report.	0.20
05/26/09	SMM	Review of cash forecast	3.30
05/26/09	JAM	Review materials regarding changes in cash system.	0.30
05/26/09	SMM	Review of actual reporting information	2.70
05/26/09	SMM	Review of property level cash forecasts	2.70
05/26/09	SJ	Import, query, verification, and export of check and ACH data.	3.20
05/26/09	SJ	Verify Payroll data.	2.80
05/26/09	LT	Updated issued checks and ACH data for week ended 5/22/09.	1.80
05/27/09	LT	Updated controlled disbursement data for week ended 5/22.	1.30
05/27/09	SJ	Import/cleanup of weekly bank data.	1.20
05/27/09	SJ	Apply suggested Trial balance categories to Bank Data.	2.10

General Growth Properties
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Invoice # 2020192-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
05/27/09	SJ	Analyze weekly check data from 5/11 to 5/22 to search for pre-petition checks written from selected accounts.	2.20
05/27/09	LT	Updated intercompany activity for week ended 5/22.	1.40
05/27/09	LT	Updated wire payment data for week ended 5/22.	2.20
05/27/09	LT	Updated summary of cash activity for week ended 5/22.	1.80
05/27/09	SMM	Review of cash information	3.40
05/27/09	SMM	Review of property level cash forecasts	3.20
05/27/09	SMM	Review of consolidated cash forecast	2.90
05/27/09	CGG	Updated cash forecast in preparation for meeting with unsecured creditor advisors.	3.20
05/27/09	CGG	Prepared legal entity mapping analysis to be used as direction by internal staff for future forecasts. Delivered to internal staff for discussion.	3.40
05/27/09	CGG	Reviewed cash model and worked with company staff to create various reconciliation schedules at the request of external staff.	2.40
05/27/09	CGG	Reviewed cash forecast and provided bridge analysis between updated forecast and last forecast filed with the court.	2.10
05/27/09	CGG	Worked with external staff to update cash projection portion of the presentation to creditors committee.	1.10
05/28/09	CGG	Began working with data from external staff to prepare reporting package to UCC following creditors meeting.	3.70
05/28/09	CGG	Prepared one off property level back up forecast backup following requests from lenders on real estate tax, development, and ordinary capital forecasts.	3.80
05/28/09	CGG	Continued to prepare one off property level back up forecast backup following requests from lenders and delivered to external staff for review.	2.70
05/28/09	SMM	Review of cash forecast	3.60
05/28/09	JAD	Work relating to GGP restructuring/cash management.	2.10

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Invoice # 2020192-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
05/28/09	LT	Updated debt payment data for week ended 5/22.	1.20
05/28/09	LT	Updated JV activity for week ended 5/22.	1.40
05/28/09	LT	Updated cash variance analysis for week ended 5/22.	1.10
05/28/09	SMW	Assisted in preparation of documentation on property level cash flows.	3.20
05/28/09	SMW	Continued assisted in preparation of documentation on property level cash flows.	4.60
05/29/09	SMW	Provided property level cash flow support to project team.	0.40
05/29/09	LT	Finalized cash variance analysis for week ended 5/22.	1.60
05/29/09	JAD	Work relating to cash management.	1.20
05/29/09	JAD	Work relating to actual cash reporting.	0.80
05/29/09	JAD	Review cash management systems relating to Tucson.	1.20
05/29/09	SMM	Review of cash forecast	3.10
05/29/09	CGG	Continue to prepare one off property level back up forecast backup following requests from lenders. Prepared updated schedules based on updated requests.	3.50
05/29/09	CGG	Continued to update 13 week and 2 year cash forecast following meetings with creditors committee.	3.70
05/29/09	CGG	Prepared for and participated in calls with external staff to provide requested documentation from lenders.	0.90
05/30/09	CGG	Worked with property level model to expenses to property level.	3.80
05/30/09	CGG	Continued to work with property level cash model to allocate expenses to properties.	1.40
05/31/09	CGG	Finalized property level allocation and delivered results to external staff for adequate protection exercise.	3.70
05/31/09	CGG	Prepared property specific rolling 24 with adjustments forecast based on request from lender groups.	2.90
Total Hours			712.10

General Growth Properties
 Adam Metz, CEO
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 Chicago, IL 60606

Invoice # 2020192-4

Re: Cash Forecasting/Cash Planning
 Client/Matter # 005717.00103

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	13.30	790.00	10,507.00
John Dischner	19.70	595.00	11,721.50
Scott Matrenec	143.30	510.00	73,083.00
Scott Jarrell	25.90	395.00	10,230.50
Clayton Gring	279.80	450.00	125,910.00
Yusra Alsayyad	20.20	295.00	5,959.00
Lowell Thomas	122.90	265.00	32,568.50
Spencer M Ware	87.00	365.00	31,755.00
Total Hours & Fees	712.10		301,734.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-5

Re: DIP Lender Activities
Client/Matter # 005717.00104

Date	Consultant	Description of Services	Hours
05/01/09	JAM	Prepare for and attend conference call to discuss reporting related to forecast for lender package.	1.20
05/02/09	JAM	Call with Oaktree and discussions with Miller Buckfire and Weil regarding DIP proposals	0.60
05/03/09	JAM	Attend conference call regarding DIP proposals and review of process.	1.50
05/03/09	JAM	Attend conference call regarding review of objections to final first day orders and DIP order.	1.40
05/03/09	JAM	Attended phone call with Weil to discuss DIP update and issues with UCC regarding cash collateral.	0.30
05/04/09	SMM	Analysis of various DIP alternatives	2.90
05/04/09	SMM	Analysis of sources and uses	1.30
05/04/09	JAM	Prepare for and attend call to discuss DIP analysis and status of negotiations.	1.80
05/05/09	JAM	Review and discuss liquidity projections to support DIP document.	2.60
05/05/09	JAM	Prepare for and attend BOD call to discuss DIP proposals.	2.20
05/05/09	SMM	Review of GGP funding requirements	3.40
05/05/09	SMM	Analysis of Goldman bridge loan	1.50
05/06/09	SMM	Analysis of DIP sources and uses	1.80
05/06/09	JAM	Prepare and review schedules related to DIP liquidity analysis.	2.10
05/07/09	JAM	Work related to DIP discussions including meetings and negotiations regarding DIP Financing.	2.40
05/07/09	SMM	Analysis of DIP financing	3.70
05/08/09	SMM	Review of DIP information	1.10
05/10/09	JAM	Attend call with Goldman regarding cash system and follow up call with Weil regarding next steps.	1.10
05/10/09	JAM	Call with Weil to discuss DIP process meeting.	0.30
05/11/09	SMM	Review of DIP information	3.00

General Growth Properties
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Invoice # 2020192-5

Re: DIP Lender Activities
 Client/Matter # 005717.00104

Date	Consultant	Description of Services	Hours
05/11/09	SMM	Prepare sources and uses	2.60
05/11/09	JAM	Discuss DIP auction process with Weil and A. Metz.	0.80
05/11/09	JAM	Prepare for and participate in diligence call with Weil and Goldman on DIP loan.	1.50
05/12/09	JAM	Review adequate protection analysis, revised DIP liquidity analysis, property level impact of traps analysis, and closing sources and uses analysis related to DIP funding.	3.60
05/12/09	SMM	Review sources and uses	2.10
05/22/09	JAM	Review near term compliance related to DIP reporting requirements.	0.40
Total Hours			47.20



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General Growth Properties
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Chicago, IL 60606

Invoice # 2020192-5

Re: DIP Lender Activities
Client/Matter # 005717.00104

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	23.80	790.00	18,802.00
Scott Matrenec	23.40	510.00	11,934.00
Total Hours & Fees	47.20		30,736.00

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2020192-6

Re: Business Plan Activities/Cost Reduction
 Client/Matter # 005717.00105

Date	Consultant	Description of Services	Hours
05/01/09	JAD	Meet with head of development regarding corp reengineering.	0.60
05/01/09	SMM	Review of project level financing	2.60
05/01/09	SMM	Review of corporate overhead allocation	2.30
05/03/09	SMM	Review property level information	3.40
05/06/09	SMM	Review legal entity structure	1.60
05/06/09	SMM	Review headquarter cost allocation	2.20
05/06/09	SMM	Analysis of revenue at risk	2.20
05/07/09	SMM	Review of revenue assumptions	2.90
05/07/09	SMM	Review and discussion of capital spending	2.70
05/07/09	JAM	Meeting with A. Metz and Fred Crawford of AlixPartners to discuss business outlook for retail and potential tenant related issues.	1.40
05/12/09	SMM	Review corporate allocation	3.20
05/13/09	SMM	Review capital expenditure information	3.10
05/14/09	JAM	Discuss ordinary capital with operations team.	0.70
05/14/09	JAM	Review monthly metrics report.	0.80
05/14/09	JAM	Review corporate cost reduction recommendation on food service costs.	0.40
05/14/09	JAD	Meetings relating to corp. reengineering.	0.80
05/14/09	JAD	Work relating to analysis of open items relating to recovery analysis/forecast.	1.60
05/15/09	JAM	Phone call with A. Metz to discuss liquidity and corporate re-engineering.	0.40
05/18/09	JAD	Attend meetings and discussions relating to corp reengineering.	2.50
05/18/09	SMM	Review of corporate costs	2.10
05/18/09	JAM	Attend corporate re-engineering meetings to discuss centralization vs. decentralization of certain functions.	3.10
05/18/09	JAM	Work on templates for department overhead presentations.	1.10

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2020192-6

Re: Business Plan Activities/Cost Reduction
 Client/Matter # 005717.00105

Date	Consultant	Description of Services	Hours
05/19/09	SMM	Review of corporate costs	2.70
05/19/09	SMM	Review ordinary capital information	2.70
05/19/09	JAD	Attend senior strategy call and follow-up.	1.20
05/19/09	JAD	Discussions regarding maintenance capital/other.	0.80
05/19/09	JAD	Meet with company financial services department regarding plan.	0.70
05/20/09	SMM	Analysis of debt service	2.80
05/20/09	JAD	Prep for and meeting with C Lhotka.	0.50
05/20/09	JAD	Work relating to development of business plan timeline.	2.40
05/21/09	JAD	Business plan discussion and preparation.	2.10
05/21/09	JAD	Develop business plan time line and include in UCC presentation.	2.30
05/21/09	SMM	Review of secured interest	3.40
05/21/09	JAM	Discuss department head presentations with Re-engineering team.	0.60
05/22/09	SMM	Call and follow-up regarding tax information	1.30
05/23/09	SMM	Review of financial information	1.10
05/26/09	SMM	Review of debt information	3.50
05/28/09	SMM	Review of debt information	2.80
05/29/09	JAM	Meet with CEO to discuss ordinary capital related issues.	0.30
Total Hours			72.90



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Invoice # 2020192-6

Re: Business Plan Activities/Cost Reduction
Client/Matter # 005717.00105

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	8.80	790.00	6,952.00
John Dischner	15.50	595.00	9,222.50
Scott Matrenec	48.60	510.00	24,786.00
Total Hours & Fees	72.90		40,960.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-7

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Date	Consultant	Description of Services	Hours
05/01/09	BM	Discuss and review objections to first day motions with team. Develop process for responses with Weil team.	1.80
05/03/09	BM	Discuss and review objections to first day motions with Weil team. Attend and debrief from WIP call to discuss status. Finalize utility and tenant allowance open issues with Weil team.	2.60
05/03/09	BM	Update and review utility objections and provide GGP amounts for Weil. Discuss and finalize with Alix team.	1.10
05/03/09	BM	Prepare updated list of detail for insurance and critical vendor motions for UCC. Discuss and prepare with Alix and Weil teams. Discuss tenant obligations and prepare updated summary by tenant and mail with C. Lopez.	2.20
05/03/09	BM	Attend, prepare and debrief from first day motion discussion with FTI and Alix. Debrief with Weil and prepare revised schedules. Continue to prepare detailed listing of taxes for tax motion to discuss with team.	1.80
05/04/09	BM	Attend and debrief from tenant allowance leasing motion with team. Research and finalize total TA amounts and prepare for distribution.	1.90
05/04/09	BM	Prepare and review updated property tax numbers from GGP. Create updated pro-rata analysis of pre-petition amounts. Refresh and update uncashed checks and other open checks.	2.90
05/04/09	BM	Prepare stratification of tenant allowances due and discuss with J. Mesterharm. Review and prepare for Schedules discussions.	1.10
05/04/09	BM	Attend and debrief from critical vendor discussion preparations for final hearing.	1.30
05/04/09	BM	Discuss first day motions and pre-petition payments with Summerlin team.	0.90
05/04/09	BM	Prepare for final hearing with Alix and Weil teams. Update and finalize total numbers for each motion.	2.90
05/04/09	BM	Discuss employee first day motion with GGP team and Alix	0.90

General Growth Properties
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Invoice # 2020192-7

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Date	Consultant	Description of Services	Hours
		team. Review and prepare modifications as necessary for Weil.	
05/04/09	JAM	Prepare for and attend meeting to discuss critical vendor relief and tenant obligations motions.	2.60
05/04/09	YA	Tax Detail. Add items from detail and reconcile with the tax relief motion detail.	2.90
05/04/09	YA	Reconcile tax reports.	2.90
05/05/09	YA	First Lien Assets: Match on property name in order to pull in JDE mall number	3.10
05/05/09	BM	Discuss and prepare for utility discussion regarding objections received and process to settle. Discuss and review property tax pro-rata analysis with GGP.	2.60
05/05/09	BM	Prepare for and attend employee compensation motion discussion. Follow up on outstanding items with team. Research and finalize vendor numbers for pre-payment tracking. Research tenant allowance stratification and prepare analysis for team.	3.80
05/06/09	BM	Review and finalize property tax analysis. Discuss and explain methodology to GGP of pro-rata calculations.	2.20
05/06/09	BM	Review and discuss vendor pre-petition payment tracking with AP. Research various pre-petition payments and utility process. Prepare for and attend payment tracking meeting with GGP team.	2.10
05/06/09	BM	Prepare for final hearing, review and finalize first day summaries.	0.90
05/07/09	BM	Prepare for final first day hearing with Weil and GGP teams. Update and prepare revised analyses for various motions.	3.80
05/07/09	BM	Review and discuss tenant allowance balances. Adjust for duplicates and accruals that will be adjusted in future months. Discuss with GGP team and provide updated balance to Weil.	2.20
05/07/09	BM	Continue to discuss and finalize numbers for first day motions. Prepare for hearing and discuss open issues with	1.90

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Invoice # 2020192-7

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Date	Consultant	Description of Services	Hours
		team.	
05/07/09	YA	Methodically proof list of taxing authorities to ensure accuracy of multiple tax types. Provide report demonstrating findings.	3.90
05/08/09	BM	Review and finalize utility adequate protection with Utilities team.	0.90
05/08/09	BM	Attend and debrief from final day hearing.	3.90
05/08/09	BM	Prepare for and attend final hearing in New York with Alix and Weil teams.	3.80
05/10/09	BM	Prepare final tenant allowance detail for D. Charles. Discuss and prepare board meeting slides with team.	0.90
05/11/09	BM	Attend, debrief and discuss pre-petition payment tracking items. Finalize amounts paid and follow up on various questions and items raised during meeting.	3.70
05/11/09	YA	Respond to inquiry by investigating two JDE company codes.	0.80
05/12/09	BM	Prepare for, attend and debrief from Tenant Allowance (TA) discussion regarding Tucson Mall. Discuss process for payment with GGP and Weil team. Review documentation and support for numbers provided. Discuss and review lease language with C. Lopez.	2.40
05/12/09	BM	Participate in discussion regarding SID bonds with GGP and Weil teams. Review support for pre-petition amounts and review pro-rata analysis.	1.40
05/12/09	BM	Discuss utility payments for deposits and review objections received with M. McVickar and A. Saavedra. Finalize tracking sheet for total utility deposits required. Debrief with M. DeGraf.	1.90
05/12/09	BM	Review first day motion final orders. Discuss noticing provisions with Weil.	0.90
05/13/09	BM	Review and analyze pro-rata calculation for SID bonds. Discuss with Weil.	1.40
05/13/09	BM	Review and research TX Franchise taxes for Weil and K.	1.40

General Growth Properties
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Invoice # 2020192-7

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Date	Consultant	Description of Services	Hours
		Courtis. Discuss gross receipts based tax and classification of such tax.	
05/13/09	BM	Attend GGP Hearing and debrief with Weil and Alix teams.	2.80
05/13/09	BM	Review and research utility deposit requests with M. McVickar and Weil team. Discuss payment processing and which deposits can be paid soon.	1.80
05/14/09	BM	Discuss tenant allowance payment for 5/15 with Creditors Committee and Weil. Prepare detailed support for payment amount.	1.30
05/14/09	BM	Discuss tenant allowance and pre-petition payment allowance with L. Wight. Debrief and finalize discussion regarding pre and post delineation.	1.30
05/14/09	YA	Correspondence with Weil regarding petitions without hard signatures.	1.30
05/15/09	BM	Discuss first day motion pre-petition payment tracking with GGP and Weil teams. Respond to various inquiries regarding caps and other limits.	1.30
05/18/09	BM	Discuss and provide status of accounts payable pre-petition processing with legal team.	0.90
05/18/09	YA	Revise drafts of first wave and second wave petitions.	3.90
05/20/09	BM	Respond to and finalize utility deposit payment process with Alix and GGP teams.	1.10
05/22/09	BM	Review first day motion cap report and research issues with GGP team. Follow up on remaining items missing or excluded from report with business cap owners.	1.40
05/22/09	BM	Follow up and review tenant allowance updated information from D. TenEyck. Discuss and research various pre-petition payment tracking questions.	1.90
05/29/09	BM	Discuss critical vendors and other first day motion payments with GGP teams. Respond to various payment questions.	1.90
05/29/09	BM	Respond to various inquiries regarding pre-petition payments from GGP team.	0.90
Total Hours			101.50



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Invoice # 2020192-7

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106



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Invoice # 2020192-7

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	2.60	790.00	2,054.00
Brenda Miller	80.10	510.00	40,851.00
Yusra Alsayyad	18.80	295.00	5,546.00
Total Hours & Fees	101.50		48,451.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-8

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
05/01/09	MDD	Analysis of individual trial balance accounts, building balance sheets by company and legal entity in correlation to the value allocation model	2.40
05/04/09	YA	Provide latest entity schedule to team members	0.20
05/04/09	YA	Provide package with information regarding jointly owned JDE mall numbers	1.20
05/04/09	YA	Provide lookup table containing filing status and mapping for all JDE mall numbers to be included with the schedules and sofas data templates.	1.80
05/06/09	YA	JDE mall number and legal entity mapping: clean up table with history of mapping and provide to and discuss with team member.	2.60
05/06/09	YA	JDE mall number to legal entity look up table: add two columns with both legal entities if jointly owned to facilitate vlookups.	1.30
05/06/09	MDD	Analysis of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	3.90
05/06/09	MDD	Review and analysis of lienholders, incorporating secured status into recovery model	3.20
05/07/09	MDD	Review and analysis of lienholders, incorporating secured status into recovery model	2.10
05/07/09	MDD	Analysis of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	2.40
05/08/09	MDD	Analysis of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	2.30
05/08/09	MDD	Review and analysis of lienholders, incorporating secured status into recovery model	1.70
05/09/09	SMM	Review of secured lender information	2.80
05/11/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.70

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-8

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
05/11/09	YA	Create and provide database containing useful tables to team member	1.00
05/11/09	YA	Review file regarding progress made in the JDE company code to legal entity mapping	1.30
05/11/09	MDD	Analysis and review of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	3.80
05/12/09	MDD	Analysis and review of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	3.90
05/12/09	YA	Respond to inquiries regarding the latest list of JDE company codes that are filers vs. non-filers	1.10
05/12/09	JAM	Preparation meeting with K&E to review and discuss corporate organization documents related to property level entities.	0.80
05/13/09	MDD	Analysis and review of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	3.70
05/14/09	MDD	Analysis and review of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	3.60
05/14/09	YA	Prep for and meeting with recovery model team to discuss outstanding issues with the intercompany data.	2.90
05/14/09	YA	With team member, provide a list of filing legal entities that do only have any operational JDE companies associated with them.	1.60
05/15/09	MDD	Analysis and review of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	3.80
05/18/09	MDD	Analysis and review of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	3.80
05/19/09	MDD	Analysis and review of detailed trial balance accounts,	3.90

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Invoice # 2020192-8

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
		categorizing accounts for value allocation model and creating individual legal entity balance sheets	
05/19/09	SMM	Meeting and follow-up regarding Nouvelle project	3.20
05/20/09	MDD	Analysis and review of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	3.90
05/21/09	MDD	Analysis and review of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	3.80
05/26/09	MDD	Analysis and review of information pertaining to mechanics liens and the treatment/priority of the liens, correspondence	1.40
05/26/09	MDD	Analysis and review of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	2.20
05/27/09	MDD	Analysis and review of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	1.40
05/27/09	MDD	Analysis and review of information pertaining to mechanics liens and the treatment/priority of the liens, correspondence	2.10
05/28/09	MDD	Analysis and review of information pertaining to mechanics liens and the treatment/priority of the liens, correspondence	1.30
05/28/09	MDD	Analysis and review of detailed trial balance accounts, categorizing accounts for value allocation model and creating individual legal entity balance sheets	2.30
05/29/09	MDD	Analysis and review of information pertaining to mechanics liens and the treatment/priority of the liens, correspondence	1.30
05/29/09	SMM	Review of ING/WF information request	3.30
05/31/09	SMM	Review of ING/WF information request	1.60
Total Hours			94.60

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Invoice # 2020192-8

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	0.80	790.00	632.00
Scott Matrenec	10.90	510.00	5,559.00
Michael DeGraf	67.90	450.00	30,555.00
Yusra Alsayyad	15.00	295.00	4,425.00
Total Hours & Fees	94.60		41,171.00



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Invoice # 2020192-9

Re: Executory Contract Review & Analysis
Client/Matter # 005717.00108

Date	Consultant	Description of Services	Hours
05/20/09	BM	Attend and debrief from contracts and transfers discussions regarding schedules with GGP and Weil teams. Discuss open items and outstanding data with team.	2.40
Total Hours			2.40



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Invoice # 2020192-9

Re: Executory Contract Review & Analysis
Client/Matter # 005717.00108

Fee Recap:

Consultant	Hours	Rate	Amount
Brenda Miller	2.40	510.00	1,224.00
Total Hours & Fees	2.40		1,224.00

General Growth Properties
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Invoice # 2020192-10

Re: MOR Reporting
Client/Matter # 005717.00110

Date	Consultant	Description of Services	Hours
05/01/09	AS	Prepare updated draft of Monthly Operating Report (MOR).	0.70
05/12/09	AS	Met with GGP staff regarding Mor's. Reviewed notes.	2.20
05/13/09	AS	Review tax returns for initial MOR requirements.	3.70
05/13/09	AS	Prepare status updates for tax returns for initial MOR requirements.	3.40
05/13/09	AS	Review updated initial MOR template.	1.90
05/13/09	AS	Call with staff regarding MOR's.	0.70
05/14/09	AH	2006 and 2007 Federal tax return images for all entities identified as status green located on client website, segregated and saved to CD, sent to attorney for review per A. Sanderson	2.30
05/14/09	AH	2006 and 2007 Federal tax return images for all entities identified as status green located on client website, segregated and saved to CD, sent to attorney for review per A. Sanderson	2.90
05/14/09	AS	Review updated MOR.	1.20
05/14/09	AS	Prepare reporting for updated MOR.	3.30
05/14/09	AS	Database design work for cash disbursements report of MOR.	2.70
05/15/09	AS	Prepare MOR documents.	2.20
05/15/09	AS	Prepare for and met with client personnel and UST's office regarding MOR format and reports.	2.10
05/15/09	AS	Prepare tax files for initial MOR requirements.	2.70
05/15/09	TBB	Prepare for and attend call with UST re: MOR reporting requirements.	2.20
05/19/09	AS	Prepare updated disbursements report.	2.70
05/20/09	AS	Review updated MOR reporting	1.30
05/26/09	AH	Bank Statement project: Extract bank statement data and create log listing banks account numbers, entity name, pre-petition checks cleared and disbursements for the period. Save and rename all statements to the JShare.	3.90

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Invoice # 2020192-10

Re: MOR Reporting
 Client/Matter # 005717.00110

Date	Consultant	Description of Services	Hours
05/26/09	AH	Continued extracting bank statements by GGP entity for entry into spreadsheet for Bank Statement Project	1.80
05/27/09	AH	Continued extracting bank statements and summarizing monthly pre-petition check activity and total disbursements into spreadsheet template	2.30
05/27/09	AH	Extract GGP entity bank statement sent by zip to identify account by number and entity and to summarize monthly activity including pre-petition checks cleared and total disbursements. Create new spreadsheet to consolidate information for each bank account	3.90
05/27/09	AS	Prepare MOR reporting	3.70
Total Hours			53.80



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Re: MOR Reporting
Client/Matter # 005717.00110

Fee Recap:

Consultant	Hours	Rate	Amount
Todd Brents	2.20	730.00	1,606.00
Adam Sanderson	34.50	555.00	19,147.50
Anne Hollingsworth	17.10	200.00	3,420.00
Total Hours & Fees	53.80		24,173.50

General Growth Properties
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Invoice # 2020192-11

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
05/01/09	JM	Made corrections to master SOFA/Schedule PDF, excel templates, and task list based on meeting	4.00
05/01/09	JM	Updated grouping of SOFA/Schedule task sheet and made corrections on GGP Party Responsible for each based on feedback	1.40
05/01/09	MDD	Review of SOFA/Schedules database and information, preparation and correspondence regarding data collection process	2.50
05/01/09	BM	Discuss and review schedules and SOFAs with Accounting and IT from GGP. Debrief and finalize updated responsible party listing.	1.70
05/01/09	BM	Prepare for, attend and debrief from WIP call. Discuss open issues and outstanding items with team.	1.60
05/01/09	BM	Review and discuss pre-petition payment processing. Update and finalize schedules checklist and discuss with G. Hayes.	1.20
05/01/09	AS	Prepare and review schedules and SOFA work plan.	1.40
05/02/09	AS	Prepare revised meeting schedule for sofas and schedules.	1.20
05/04/09	BM	Prepare for, attend and debrief from WIP call regarding status of case. Discuss open items with team.	1.40
05/04/09	JM	Made sure the SOFA/Schedule excel templates matched directly up with each example in the master PDF	2.40
05/04/09	JM	Created Tax and Legal excel SOFA/Schedule templates and prepared for Tuesday meetings	2.20
05/04/09	JM	Printed and prepared packets for Tax and Legal SOFA/Schedule meetings on Tuesday	1.10
05/04/09	BM	Attend, prepare and debrief from WIP call. Discuss open issues with team.	0.90
05/04/09	JM	Treasury SOFA/Schedule meeting	1.10
05/04/09	JM	Legal SOFA/Schedule meeting (+ A/V prep)	1.70
05/04/09	AS	Prepare for and direct schedules and sofas kick off meeting for the Legal Department.	2.70

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Invoice # 2020192-11

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
05/05/09	AS	Prepare for and direct schedules and sofas kick off meeting for Tax.	2.30
05/05/09	AS	Prepare for and direct schedules and sofas kick off meeting for Risk management.	1.00
05/05/09	AS	Prepare for and direct schedules and sofas kick off meeting for Human Capital.	1.20
05/05/09	BM	Prepare for and review schedules templates and examples. Discuss and create process for information systems integration into schedules data collection process.	1.70
05/05/09	BM	Attend, prepare and debrief from schedules kickoff meetings. Review templates and finalize for distribution as a follow up to the meetings.	3.80
05/05/09	JM	Created a Treasury excel template for SOFAs/Schedules	0.70
05/05/09	JM	Prepared for Treasury SOFA/Schedule meeting	0.70
05/05/09	JM	Printed and prepared packets for Treasury meeting	0.90
05/05/09	JM	Prepared additional packet information for the days SOFA/Schedule meetings	1.10
05/05/09	JM	Made additional to master SOFA/Schedule PDF and printed copies for meetings	1.70
05/05/09	JM	Sent correspondence e-mail (including mentioned attachments) to attendees of the days meetings	0.60
05/05/09	JM	Made daily updated changes to the SOFA/Schedule checklist	0.80
05/05/09	JM	Corresponded with employees of company regarding SOFA/Schedule template layout	1.10
05/05/09	JM	Prepared for tomorrows meetings (Tax, Risk Mgt, Human Capital) presentation	0.90
05/05/09	JM	Printed and created packets from next days meetings (Tax, Risk Mgmt, Human Capital)	1.40
05/05/09	JM	Created individual spreadsheet SOFA/Schedule templates in excel for Tax, Risk Mgmt, and Human Capital groups	1.40
05/06/09	JM	Tax SOFA/Schedule meeting	0.90

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Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
05/06/09	JM	Risk Management SOFA/Schedule meeting	0.90
05/06/09	JM	Human Capital SOFA/Schedule Meeting	1.20
05/06/09	JM	Corresponded with employees about SOFA/Schedule templates	1.20
05/06/09	JM	Transferred Ann Cain's domain name information into correct B-22 spreadsheet for her reference	0.90
05/06/09	JM	Reviewed Tenant Allowance Detail spreadsheet and checked for any possible duplicates	1.30
05/06/09	JM	Sent out emails for Tax, Risk Mgmt, and Human Capital meetings including the mentioned master SOFA/Schedule PDF and excel templates for input	0.90
05/06/09	JM	Correspondence to Ann Spitler regarding specific fields in Schedule G template	0.40
05/06/09	JM	Updated Schedules checklist from the days meetings	0.80
05/06/09	BM	Prepare for, attend and debrief from schedules kickoff meetings with GGP and Weil teams. Respond to various follow up questions.	3.30
05/06/09	MDD	Review of SOFA/Schedules database and information, preparation and correspondence regarding data collection process	3.80
05/06/09	MDD	Preparation and participation in client meetings regarding various requirements for SOFAs and Schedules	2.20
05/06/09	AS	Prepare for and attend schedule and sofa kickoff meetings.	2.20
05/07/09	AS	Prepare for and attend schedule and sofa kick off meetings.	2.50
05/07/09	AS	Prepare updated listing of debtor bank accounts	1.70
05/07/09	AS	Review of updated trial balance.	3.30
05/07/09	YA	Provide PDF concatenator to team member and briefly review functionality	1.60
05/07/09	MDD	Preparation and participation in client meetings regarding various requirements for SOFAs and Schedules	3.10
05/07/09	MDD	Review of SOFA/Schedules database and information, preparation and correspondence regarding data collection	2.80

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Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
		process	
05/07/09	BM	Prepare for and attend bankruptcy schedules kickoff meetings. Discuss final open items with team.	2.10
05/07/09	JM	Preparation for Accounting SOFA/Schedule meeting presentation	1.30
05/07/09	JM	Created Accounting SOFA/Schedule excel template to distribute	1.20
05/07/09	JM	Printed and prepared packets for Accounting SOFA/Schedule meeting	1.30
05/07/09	JM	Corresponded with meeting attendees about SOFA/Schedule template inquiries	1.10
05/07/09	JM	Made Updates to Schedule Checklist and redistributed	0.90
05/07/09	JM	Gather information from bank account document and format into corresponding fields within B-2 template for Tim Callahan	2.10
05/07/09	JM	Phone/e-mail correspondence with Heather Margulis about Schedule G contracts	0.60
05/08/09	JM	Correspondence with various departments about SOFA/Schedule inquiries	2.60
05/08/09	JM	Final prep for Accounting SOFA/Schedule meeting that was moved to Monday	1.60
05/08/09	BM	Discuss and review pre-petition payment process with GGP team. Continue to revise and respond to various schedules template requests.	2.10
05/08/09	MDD	Review of SOFA/Schedules database and information, preparation and correspondence regarding data collection process	2.70
05/08/09	MDD	Preparation and participation in client meetings regarding various requirements for SOFAs and Schedules	2.10
05/11/09	BM	Research payments made regarding first day motions. Discuss legal entity mapping with J. Batke. Prepare examples of various SOFA and Schedules and respond to various questions.	2.30

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Re: Schedules & SOFAs
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Date	Consultant	Description of Services	Hours
05/11/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	3.30
05/11/09	MDD	Preparation and participation in meetings regarding SOFA and Schedules data requirements	2.10
05/11/09	BM	Prepare for, attend and debrief from schedules meeting regarding accounting and other financial data required.	2.20
05/11/09	AS	Prepared for and attended meeting regarding pre and post-petition accounting processes.	1.50
05/11/09	AS	Prepared for and attended meeting regarding accounting items for schedules and sofas.	1.70
05/11/09	AS	Follow up calls with client regarding schedule and sofa data requirements.	1.10
05/11/09	JM	Prepared for SOFA/Schedule Accounting meeting	1.20
05/11/09	JM	Accounting SOFA/Schedule meeting.	1.50
05/11/09	JM	SOFA/Schedule Q&A and correspondence with various employees	2.20
05/11/09	JM	SOFA/Schedule input into the proprietary database	2.10
05/11/09	JM	Made appropriate updates to schedules checklist according to meeting and added new fields associated with upcoming due dates	1.90
05/11/09	YA	Reconcile latest list of JDE code filers with file received from accounting in the Sofas and Schedules kick-off meeting. Add one company code creating the difference and return file.	1.90
05/12/09	JM	SOFA/Schedule formatting and input into proprietary database	2.50
05/12/09	JM	SOFA/Schedule review and correspondence	3.80
05/12/09	JM	Review of SQL server legal entity structure	1.70
05/12/09	JM	Updated schedules checklist	0.80
05/12/09	JM	Created master database of GGP entity tables for reference purposes (for SOFAS/Schedules)	1.20

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Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
05/12/09	JM	Review of SOFA 8 with Andy Nottestad (along with appropriate corrections of gross loss amounts)	1.40
05/12/09	BM	Discuss and follow up on schedules questions regarding information required. Review information received with team and discuss open items.	1.80
05/12/09	AS	Met with GGP staff regarding schedules and sofa's.	2.20
05/12/09	AS	Review trial balance to compare ledger items to schedule and sofa topics.	3.40
05/12/09	AS	Review data from client for schedules and sofas.	2.40
05/12/09	MDD	Preparation and participation in meetings regarding SOFA and Schedules data requirements	1.40
05/12/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	3.60
05/12/09	BM	Attend and debrief from discussion regarding mechanics liens with P. Kain and Alix team.	0.90
05/12/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.80
05/13/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.40
05/13/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	3.80
05/13/09	BM	Discuss and review constructware contract data with GGP and Alix teams. Discuss open schedules items with team and discuss extension filing with Weil.	1.90
05/13/09	JM	Input schedules and SOFAs into ASSS proprietary database	3.40
05/13/09	JM	Correspondence and Q&A about SOFA/Schedules	1.60
05/13/09	JM	Daily Updates to schedules checklist	0.70
05/13/09	JM	Correspondence about SOFA/Schedule questions	0.80
05/13/09	AS	Prepare updated JDE to Hyperion file	2.20
05/13/09	AS	Prepare updated JDE to LID data file.	2.60
05/14/09	AS	Review tax return status.	2.60

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Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
05/14/09	AS	Schedules and sofas timing report.	0.80
05/14/09	JM	Corresponded with multiple employees about SOFA and Schedule questions	2.40
05/14/09	JM	Conference call with Ann Spittler regarding Joint Venture (JV) contracts.	0.40
05/14/09	JM	SOFA/Schedule formatting/input into database	3.50
05/14/09	BM	Discuss constructware contracts with K. Aniol. Review other outstanding schedules data requests with team.	1.80
05/14/09	JM	Analysis of Lien log	0.70
05/14/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	3.90
05/14/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.60
05/15/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.20
05/15/09	JM	Input SOFAS/Schedules into proprietary database	2.20
05/15/09	JM	Updated schedules checklist	0.70
05/15/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	1.80
05/15/09	BM	Review schedules checklist and discuss status of information requests. Discuss format and data needed for various schedules. Discuss schedules extension filing with Weil and Alix teams.	2.10
05/17/09	AS	Review status of documents obtained.	1.00
05/17/09	JM	Reviewed/Input SOFA/Schedules into database	2.70
05/18/09	AS	Review status of schedules and sofas	1.20
05/18/09	AS	Prepare for and attend meeting regarding schedules and SOFAs status.	1.40
05/18/09	AS	Reviewed treasury data for schedules and sofas. Follow up with treasury personnel	3.20
05/18/09	YA	Clean up and provide petition generating database to team	2.10

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Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
		member	
05/18/09	MDD	Preparation and participation in meetings regarding SOFA and Schedules data requirements	1.30
05/18/09	BM	Discuss schedules checklist and review outstanding information with team. Denote footnotes required and discuss timeline for completion. Create list of taxing authorities for priority schedules.	2.40
05/18/09	BM	Participate in and debrief from mechanics lien discussion with GGP team. Discuss schedules updates and coordination with team.	1.80
05/18/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	1.90
05/18/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.80
05/18/09	JM	Formatted and input SOFAs/Schedules into database	3.90
05/18/09	JM	Correspondence about SOFA/Schedules with GGP employees (questions/concerns)	1.10
05/18/09	JM	Checked Lien log for non-filing entities	0.90
05/18/09	JM	Reviewed the schedules checklist and made necessary changes/additions based upon discussion	1.10
05/18/09	JM	Continued to review/format/input SOFAs and schedules into the database	2.10
05/19/09	JM	Accuracy check regarding debtor values.	1.20
05/19/09	JM	Reviewed/formatted/input SOFAs/Schedules into database	3.80
05/19/09	JM	Correspondence with GGP employees about SOFA/Schedule questions and concerns	0.90
05/19/09	JM	Continued to review and input SOFA/Schedules	2.90
05/19/09	JM	Review of SOFA/Schedule database	0.80
05/19/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.80
05/19/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	3.80

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Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
05/19/09	BM	Prepare updated schedule of first day motion amounts paid and discuss with Alix team. Discuss SID payments and data needed for Schedules with T. Callahan.	1.40
05/19/09	SJ	Review of code that underlies schedule generation software.	3.10
05/19/09	BM	Discuss utility deposit payment process and tracking with GGP and Alix teams. Prepare for, attend and debrief from schedules discussion with Weil. Prepare detailed schedules by JDE for all taxing jurisdictions for Schedule E and discuss with Alix team.	2.70
05/19/09	BM	Discuss and update schedules checklist for responsible parties and outstanding information. Begin to follow up with various GGP contacts to request information and respond to various questions.	3.30
05/19/09	AS	Reviewed treasury data for schedules and sofas. Follow up with treasury personnel	3.60
05/19/09	AS	Review status of schedules and sofas	1.00
05/19/09	AS	Prepare updated schedule of due dates for schedule and sofas.	0.70
05/19/09	AS	Summarize treasury data for schedules and sofas to input into data system.	3.10
05/20/09	AS	Prepare for and met with company personnel regarding contracts--Schedule G.	2.00
05/20/09	AS	Prepare for and met with client regarding real estate contracts.	1.30
05/20/09	AS	Review status of schedules and sofas	0.70
05/20/09	AS	Reviewed treasury data for schedules and sofas. Follow up with treasury personnel	3.00
05/20/09	AS	Summarize treasury data for schedules and sofas to input into data system.	3.10
05/20/09	MDD	Preparation and participation in meetings regarding SOFA and Schedules data requirements	1.10
05/20/09	BM	Discuss and review mechanics lien issues with GGP and	1.20

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Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
		Alix teams.	
05/20/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	2.70
05/20/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.90
05/20/09	JM	Reviewed and input SOFA/Schedules into database	3.90
05/20/09	JM	Correspondence with GGP employees regarding SOFA/Schedule files	3.10
05/20/09	JM	Updated schedule checklist and sent out to appropriate people	0.70
05/20/09	JM	Continued to review and input SOFAs and schedules into database	1.10
05/21/09	JM	Reviewed and input SOFAs/Schedules into database	3.90
05/21/09	JM	Compiled the filing entities and appropriate reports/tables into the SOFA/Schedule database for GGP	3.60
05/21/09	JM	Schedule D-1 comparison with trial balance and pro-rata breakdown of appropriate entities	1.40
05/21/09	JM	Updated schedules checklist	0.60
05/21/09	JM	Correspondence on SOFA/Schedule files	0.70
05/21/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.90
05/21/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	3.40
05/21/09	BM	Research and discuss SID payments as part of property tax motion. Review and research SOFA 9 payments with restructuring professionals.	2.30
05/21/09	AS	Review debt listing to identify proper entities and balances.	2.90
05/21/09	AS	Review status of data requests for schedules. Follow up with appropriate people.	1.80
05/22/09	BM	Participate and debrief from WIP call. Discuss open issues with team regarding schedules.	0.90

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-11

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
05/22/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	1.80
05/22/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.80
05/25/09	JM	Reviewed/input SOFAs and schedules into the database	1.80
05/26/09	JM	Correspondence over SOFA/Schedule files sent from GGP	2.30
05/26/09	JM	Continued to review/input/format SOFA/Schedules into database	3.20
05/26/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.70
05/26/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	3.80
05/26/09	SJ	Lien stratification and quantification analysis.	2.10
05/26/09	BM	Stratify and discuss mechanics lien info with Weil. Review schedules checklist and status of information with Alix team.	1.20
05/26/09	AS	Review debt listing to identify proper entities and balances.	3.20
05/26/09	AS	Bank account balance and activity reporting.	2.40
05/26/09	AS	Review of ledger activity for the statements and sofas.	1.90
05/27/09	AS	Database design work for schedule and sofa's	3.10
05/27/09	AS	Reconcile debt for Schedule D.	3.30
05/27/09	AS	Review updated schedule and SOFA summary.	0.90
05/27/09	TBB	Discuss status of SOFAS with staff, review project plan.	1.20
05/27/09	BM	Review GGP submitted schedules information with Alix team. Follow up with GGP on various questions.	3.80
05/27/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	3.90
05/27/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.80
05/27/09	JM	Reviewed/formatted/input SOFAs and schedules into database	3.60
05/27/09	JM	Correspondence about SOFA/Schedule files from GGP	2.80

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Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
05/27/09	JM	Updated schedules checklist based on discussion	0.70
05/27/09	JM	Continued to input SOFAs/Schedules into database	2.10
05/28/09	JM	Reviewed/input SOFAs/Schedules into database	3.90
05/28/09	JM	Correspondence about SOFA/Schedule input files from GGP	2.60
05/28/09	JM	Continued to review/format/input SOFA/Schedules into database	2.90
05/28/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.80
05/28/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	3.90
05/28/09	BM	Discuss and review information submitted for Schedules with Alix team. Respond to various questions regarding first day motions and pre-petition payments.	2.90
05/28/09	BM	Research and review SID bond issue with GGP and Weil team. Quantify and discuss pre/post split. Discuss with Alix team amounts and location of SID bonds on Schedules. Attend and debrief from call with GGP and Weil teams.	2.40
05/28/09	BM	Review and discuss schedules data and begin to review drafts of specific schedules.	1.20
05/28/09	SJ	Prepared model to accept schedule/SOFA footnotes	3.40
05/28/09	SJ	Updated Mechanics Lien Summary.	2.20
05/28/09	SJ	Updated comparison between scheduled numbers and trial balance totals	1.60
05/28/09	SJ	Reconciliation between Scheduled data and Trial Balance data.	1.10
05/28/09	TBB	Review status of SOFAS preparation and discuss with staff.	2.40
05/28/09	TBB	Review court documents to obtain update on status of case.	1.20
05/28/09	AS	Prepare debt schedule for schedule D.	3.10
05/28/09	AS	Prepare debt schedule for schedule F.	1.60
05/28/09	AS	Review trial balance for April.	1.80
05/28/09	AS	Review and update SIDS files for schedules.	3.10

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Re: Schedules & SOFAs
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Date	Consultant	Description of Services	Hours
05/28/09	AS	Prepare and review bank statement balance reporting to input into database.	2.10
05/29/09	AS	Identify ordinary course professionals to report on for schedules and sofas.	2.20
05/29/09	SJ	Modification/customization of the Schedule and SOFA creation model	3.10
05/29/09	SJ	Reviewed preliminary output of SOFA and schedule documents generated by model.	2.10
05/29/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	3.80
05/29/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.70
05/29/09	JM	Began formatting SOFA/Schedule database reports for printing	3.80
05/29/09	JM	Reviewed/input into SOFA/Schedule database	2.30
05/31/09	JM	Formatted reports for printing in SOFA/Schedule database	3.40
Total Hours			465.70

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Invoice # 2020192-11

Re: Schedules & SOFAs
 Client/Matter # 005717.00112

Fee Recap:

Consultant	Hours	Rate	Amount
Todd Brents	4.80	730.00	3,504.00
Brenda Miller	60.30	510.00	30,753.00
Adam Sanderson	98.70	555.00	54,778.50
Michael DeGraf	118.70	450.00	53,415.00
Scott Jarrell	18.70	395.00	7,386.50
Yusra Alsayyad	5.60	295.00	1,652.00
Jarrin McCreery	158.90	260.00	41,314.00
Total Hours & Fees	465.70		192,803.00

General Growth Properties
Adam Metz, CEO
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Chicago, IL 60606

Invoice # 2020192-12

Re: Intercompany Review & Analysis
Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
05/01/09	AS	Review updated intercompany detail for March. Input into database structure.	2.10
05/01/09	MDD	Review and analysis of intercompany account activity presented in trial balance, correspondence	3.70
05/02/09	AS	Review updated March intercompany data.	1.30
05/04/09	YA	Using updated Intercompany files, create transpose of pivot table pulling in mall name, legal entity and reconcile with matrix detail.	0.90
05/04/09	JAD	Work relating to updating of interco memo.	2.20
05/04/09	AS	Analysis on intercompany reporting.	3.50
05/04/09	AS	Database design for updated intercompany reporting.	1.60
05/05/09	AS	Database design for updated intercompany reporting.	3.20
05/05/09	AS	Review and update intercompany reporting.	2.70
05/05/09	YA	Intercompany: pull in mall name and legal entity for the Mar09 intercompany balances	1.20
05/05/09	YA	Intercompany: review and update March09 transposed pivot table	1.30
05/06/09	YA	Intercompany: Receive March 2009 Intercompany transaction table. Load into Intercompany database and run some queries on number of entries for Palazzo and Fashion Show.	2.90
05/06/09	YA	Intercompany: Reconcile March 2009 intercompany transactions with the March 09 Balances for Fashion Show and Palazzo	3.50
05/06/09	YA	Intercompany: Provide file demonstrating the reconciliation between intercompany transactions and balances, and summarizing the non-intercompany entries that automatically generated the corresponding intercompany entries	2.40
05/06/09	JAM	Revise intercompany analysis. Discussions with counsel on same.	2.40
05/06/09	JAD	Meetings/calls with counsel and company regarding	2.00

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Re: Intercompany Review & Analysis
 Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
		intercompany analysis.	
05/06/09	JAD	Revise intercompany analysis and review with staff in preparation for hearing	2.60
05/06/09	AS	Research reporting regarding intercompany cash transactions	1.30
05/06/09	AS	Review intercompany for March. Update database.	3.70
05/06/09	AS	Prepare edits and review to intercompany memo.	1.90
05/07/09	AS	Prepare analysis of Fashion Show and Palazzo intercompany entries.	2.90
05/08/09	AS	Prepare reporting regarding intercompany cash transactions	2.20
05/08/09	AS	Research reporting regarding intercompany cash transactions	2.20
05/11/09	SJ	Discuss Intercompany transfers with Alix team members	3.90
05/12/09	SJ	Query of intercompany balance data and analysis.	3.80
05/12/09	SJ	Intercompany transactions files query and analysis.	3.60
05/12/09	SJ	Intercompany balance crosstab.	2.70
05/12/09	AS	Investigate intercompany items to determine debt ownership.	1.80
05/12/09	YA	Intercompany: Review intercompany balances with team member. Discuss recovery model and intercompany's role in creating the model.	3.70
05/12/09	YA	Intercompany: With team member, update intercompany by legal entity pivot table to reflect March 2009 balances.	1.30
05/13/09	YA	Intercompany: Discuss and answer team member's questions regarding latest intercompany pivot table provided for the recovery model.	3.30
05/13/09	YA	Intercompany: Discuss intercompany transaction data. Demonstrate how to tie transactions to month end balances in GGP's intercompany files.	3.80
05/13/09	SMM	Review intercompany information	2.70
05/13/09	SJ	Creation of Intercompany Pivot	3.90
05/13/09	SJ	Analysis of Intercompany transfers and discrepancies.	1.60
05/13/09	JM	Reviewed intercompany intricacies and database with Yusra and Scott	1.20

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Re: Intercompany Review & Analysis
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Date	Consultant	Description of Services	Hours
05/14/09	AS	Intercompany cash analysis.	3.30
05/14/09	SJ	Intercompany crosstab review and analysis.	1.20
05/14/09	SJ	Mapped Non-Mapped Entity analysis and investigation.	3.80
05/14/09	JAD	Work and meetings regarding intercos.	2.50
05/15/09	YA	Prep for and discussion regarding outstanding intercompany issues with team member	1.20
05/15/09	SJ	Preparation for meeting and analysis of data related to intercompany transfers.	3.90
05/18/09	SJ	Preparation for and debrief from intercompany transfer meeting.	2.60
05/18/09	SJ	Intercompany transfer schedule creation.	3.90
05/18/09	SJ	Intercompany transfer analysis.	3.10
05/18/09	SMW	Review of intercompany analysis independently and with project team	1.20
05/19/09	SJ	Intercompany transfer detailed schedules. Quality control and verification of data.	3.80
05/19/09	SMW	Prepared for, and met with project team to review progress on trial balances and intercompany analyses.	1.40
05/20/09	SJ	Quality control and verification of background support for intercompany analysis.	2.80
05/20/09	SJ	Revise to intercompany analysis.	1.90
05/20/09	SJ	Creation of and compilation of materials for intercompany analysis.	3.90
05/20/09	YA	Discussion regarding intercompany file. Create queries to identify JDE code and LID Company and sub ledger combinations.	1.80
05/20/09	JAD	Review issues outstanding relating to intercos.	0.50
05/20/09	SMW	Reviewed work and met with project team related to intercompany balances.	2.20
05/21/09	SMW	Reviewed information pertaining to intercompany balances	1.70
05/21/09	YA	Discuss how to use intercompany and trial balance in terms	1.20

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Re: Intercompany Review & Analysis
 Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
		of recovery model.	
05/21/09	SJ	Discussion with Alix team regarding Intercompany balances on the Trial balance and value allocation model.	1.10
05/21/09	SJ	Modify Intercompany Balance Data to fit into value allocation model format.	3.90
05/21/09	SJ	Create queries to modify the Intercompany transaction level detail in preparation for the arrival of April Data. Verify the sums of the transaction level detail.	3.50
05/21/09	SMM	Meeting and follow-up on intercompany reporting	1.80
05/29/09	AS	Prepared for and met with John Los regarding MOR's and Intercompany.	1.40
05/29/09	AS	Review intercompany matrix.	1.70
Total Hours			152.30

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Invoice # 2020192-12

Re: Intercompany Review & Analysis
Client/Matter # 005717.00114

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	2.40	790.00	1,896.00
John Dischner	9.80	595.00	5,831.00
Scott Matrenec	4.50	510.00	2,295.00
Adam Sanderson	36.80	555.00	20,424.00
Michael DeGraf	3.70	450.00	1,665.00
Scott Jarrell	58.90	395.00	23,265.50
Yusra Alsayyad	28.50	295.00	8,407.50
Spencer M Ware	6.50	365.00	2,372.50
Jarrin McCreery	1.20	260.00	312.00
Total Hours & Fees	152.30		66,468.50

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Re: Constituent Communication & Discussion
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Date	Consultant	Description of Services	Hours
05/01/09	JAM	Prepare for and attend Board of Directors call.	1.50
05/01/09	JAD	Meeting with counsel regarding info to be sent to secured lenders and follow-up work.	1.50
05/01/09	JAD	Prepare information to be sent to lenders regarding cash flows by project.	2.50
05/01/09	LT	Updated diligence request lists.	0.50
05/02/09	JAM	Call regarding UCC requests	0.10
05/02/09	JAD	Work and calls relating to providing information to lenders.	1.70
05/03/09	JAD	Call with FTI regarding various information requests.	0.90
05/03/09	JAD	Prepare information for and call with FTI regarding follow-up info on motions. Includes precall with Weil regarding topics.	1.40
05/03/09	JAM	Prepared for and attended two phone calls to discuss FTI requests for the UCC	0.40
05/03/09	SMM	Prepare and discuss with FTI & AG various information requests	1.80
05/04/09	JAD	Prepare for and call with committee advisors regarding motions.	0.80
05/04/09	JAD	Review various information in response to committee requests.	0.50
05/04/09	JM	Broke down Tenant Allowance spreadsheet down into 2 separate groupings and checked for irregularities	1.90
05/04/09	JM	Created a Pre and Post petition Tax Summary breakdown spreadsheet combining multiple tax worksheets and prorating amounts due	2.10
05/04/09	JAM	Call with HLHZ to discuss data needs and response to questions.	0.80
05/05/09	JAD	Prep for and attend call with FTI.	0.50
05/05/09	SMM	Prepare and discuss cash forecast information with FTI	1.60
05/06/09	JM	Reviewed 2009 Tax Summary sheet for non-filers	1.50
05/06/09	JM	Checked for non-filers in 2008 tax summary sheet	0.80

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Re: Constituent Communication & Discussion
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Date	Consultant	Description of Services	Hours
05/06/09	JM	One-off requests in preparation for court disposition	1.50
05/07/09	JAM	Prepare for and attend Board of Directors update call.	1.10
05/11/09	BM	Attend, prepare and debrief from pre-petition payment processing prep meeting. Prepare slides for board meeting regarding approval of first day motion amounts.	3.30
05/11/09	SMW	Create summary diligence package for creditor group.	2.40
05/11/09	JAM	Review draft of BOD materials.	1.20
05/13/09	BM	Review and analyze Cheesecake Factory tenant allowance calculation. Discuss with C. Lopez.	1.90
05/14/09	BM	Attend and debrief from leasing and consent meeting regarding tenant allowance motion. Discuss open issues with Weil and GGP teams.	2.20
05/14/09	SMM	Respond to information requests	2.80
05/14/09	JAM	Prepare for and attend phone conference with FTI regarding Arizona Mall TA. Discuss with Weil and client staff.	2.30
05/15/09	SMM	Prepare creditors' advisor correspondence	3.50
05/15/09	BM	Discuss and finalize tenant allowance issues with GGP and Weil teams. Prepare updated summary memo of points raised on call.	1.40
05/15/09	JAM	Review and discuss draft outline of creditors committee meeting.	2.20
05/15/09	JAM	Review Creditor Committee's (UCC) diligence request.	0.60
05/15/09	BM	Review diligence request from Aiken Gump and compare to data requests from MOR and Schedules. Discuss with Weil and Alix teams.	1.30
05/15/09	BM	Finalize and discuss tenant allowance open items with UCC and GGP team.	1.30
05/15/09	LT	Updated diligence request lists.	0.90
05/18/09	LT	Updated diligence request lists.	1.10
05/18/09	JAD	Work relating to prep for UCC meeting.	3.80
05/18/09	SMM	Review of creditors' committee outline	1.60

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Date	Consultant	Description of Services	Hours
05/18/09	JAM	Review FTI data request and discuss strategy for response with internal legal and outside counsel.	1.20
05/18/09	JAM	Work on UCC presentation agenda outline.	1.20
05/18/09	JAM	Review information prepared for FTI conference call.	0.80
05/19/09	JAM	Discuss and review comments to UCC presentation agenda.	1.10
05/19/09	JAM	Discuss with Capital markets team regarding a lender tracking document.	0.30
05/19/09	JAM	Work on UCC presentation.	1.90
05/19/09	JAM	Prepare for and attend call with FTI to answer diligence questions.	0.90
05/19/09	LT	Updated diligence tracking lists.	1.20
05/19/09	JAD	Work relating to UCC presentation.	4.90
05/19/09	JAD	Call relating to protocol with UCC.	1.20
05/19/09	JAD	Work relating to outline for UCC presentation.	1.00
05/20/09	JAD	Prep for and call with FTI.	1.00
05/20/09	SMM	Correspondence and follow-up with creditors' advisors	2.60
05/20/09	SMM	Review and discuss MPC reporting	2.40
05/20/09	JAD	Edits to UCC presentation.	1.70
05/21/09	JAD	Analysis of business plan metrics and inclusion in UCC presentation.	1.80
05/21/09	JAD	Review information for UCC presentation including land sales information.	0.90
05/21/09	JAD	Review ordinary capital budget information for inclusion in UCC presentation.	0.70
05/21/09	JAD	Review asset management information for inclusion in presentation.	0.90
05/21/09	JAM	Review UCC presentation deck.	3.20
05/21/09	BM	Respond to questions regarding first day motion payments. Update total amounts paid for creditors committee presentation.	1.60

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Date	Consultant	Description of Services	Hours
05/21/09	SMM	Review of creditors' presentation	3.30
05/22/09	BM	Discuss and review UCC presentation slides with HR. Update accordingly. Research and discuss rent reduction stipulation with Weil and K. Pate at GGP. Discuss commission obligations for Schedules with R. Feit and Weil.	2.60
05/22/09	BM	Research and discuss Against All Odds (AAO, atenant) stipulation and rent reduction calculation with GGP and Weil teams. Discuss outstanding tax issues with K. Courtis.	2.40
05/22/09	JAM	Prepare for and attend conference call/meeting to review UCC creditors committee presentation.	2.90
05/22/09	JAM	Meet with R. Gern and Deputy GC to review UCC presentation.	0.70
05/22/09	JAM	Prepare for and attend with A. Metz to discuss comments to UCC presentation.	1.10
05/22/09	JAM	Review UCC presentation and make changes in prep for meeting with restructuring team.	1.80
05/22/09	JAD	Meeting with internal legal regarding presentation, and make associated edits.	0.90
05/22/09	JAD	Meeting with working group and associated follow up changes to UCC presentation.	2.00
05/22/09	JAD	Work relating to summarizing land/asset sales.	2.40
05/22/09	JAD	Meet with CEO to discuss presentation and follow-up.	0.60
05/22/09	JAD	Draft corp reengineering portion of UCC presentation and other changes.	2.10
05/22/09	SMM	Review and respond to FTI/HL information request	2.80
05/23/09	JAD	Review recommended changes from management for UCC document.	2.10
05/23/09	JAD	Edit UCC presentation document to reflect changes from management.	3.80
05/24/09	JAD	Incorporate edits into document and distribute.	4.20
05/24/09	JAM	Review UCC presentation deck and propose changes.	1.20

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Re: Constituent Communication & Discussion
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Date	Consultant	Description of Services	Hours
05/25/09	BM	Discuss and set up call for Against All Odds tenant rent reduction with UCC advisors and GGP team. Review Schedules Extension motion from Weil.	1.80
05/25/09	JAM	Review of UCC creditors presentation	1.00
05/25/09	JAD	Review and edit business plan summary of UCC document.	3.20
05/25/09	JAD	Incorporate legal summary section into UCC document.	1.90
05/25/09	JAD	Meetings regarding presentation.	2.40
05/25/09	JAD	Review and edit business issues section of document.	2.10
05/25/09	JAD	Review and edit ordinary capital section of UCC document.	2.50
05/26/09	JAD	Work relating to UCC presentation.	6.70
05/26/09	JAD	Meetings regarding UCC presentation.	2.30
05/26/09	BM	Attend discussion regarding AAO tenant rent reduction with GGP team. Attend prep session and formal call with FTI regarding calculations and details. Debrief with GGP and Weil teams.	3.60
05/26/09	JAM	Prepare for and attend senior team restructuring call to prepare for UCC presentation.	2.30
05/26/09	JAM	Phone call with T. Nolan to discuss document changes.	0.30
05/26/09	JAM	Meeting with A. Metz to discuss document changes.	0.60
05/26/09	JAM	Review UCC presentation and provide comments.	1.30
05/26/09	JAM	Review Miller Buckfire slides and provide comments.	0.80
05/26/09	JAM	Meeting with leasing team regarding responses to UCC advisor diligence questions.	0.40
05/27/09	BM	Discuss employee benefits due diligence with Weil and GGP team and prepare for discussion with Akin. Attend Akin discussion.	1.20
05/27/09	JAD	Make edits to UCC presentation and finalize.	3.20
05/27/09	JAD	Prep for and meeting with UCC.	4.50
05/27/09	LT	Updated diligence tracking lists for new requests.	1.50
05/27/09	JAM	Prepare for and attend UCC Advisor pre-meeting presentation preview and Weil with Weil, K&E, Miller	5.30

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Re: Constituent Communication & Discussion
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Date	Consultant	Description of Services	Hours
		Buckfire, Sr. Management and UCC advisors.	
05/27/09	JAM	Make changes to UCC presentation based on comments from A. Metz.	1.20
05/27/09	SMM	Review of information requests	1.10
05/27/09	SMW	Continued updating, reviewing, and assisting with the Unsecured Creditors Committee Presentation	3.80
05/27/09	SMW	Began creating an index and document support package for the UCC.	3.20
05/27/09	SMW	Updating, reviewed, and generally assisted with the preparation of the UCC Presentation	4.10
05/28/09	SMM	Review of information request	3.10
05/28/09	LT	Updated diligence tracking lists with new requests.	1.00
05/28/09	JAM	Prepare for and attend UCC presentation.	4.20
05/28/09	JAD	Prep for and attend creditor committee meeting.	3.80
05/28/09	JAD	Finalize presentation.	2.20
05/29/09	BM	Review and prepare reporting package for AAO rent reduction. Discuss and finalize calculations and supporting documentation.	2.90
05/29/09	JAM	Attend Board of Directors Meeting	2.10
05/29/09	BM	Coordinate and review notices to UCC regarding tenant leases. Discuss process with Weil team.	1.20
05/29/09	SMW	Provided support for Unsecured Creditor Committee presentation.	0.70
05/31/09	BM	Review tenant allowance notices sent to UCC and discuss other information to compile prior to Monday meeting.	1.10
Total Hours			213.20



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-13

Re: Constituent Communication & Discussion
Client/Matter # 005717.00115

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	48.00	790.00	37,920.00
John Dischner	80.60	595.00	47,957.00
Scott Matrenec	26.60	510.00	13,566.00
Brenda Miller	29.80	510.00	15,198.00
Lowell Thomas	6.20	265.00	1,643.00
Spencer M Ware	14.20	365.00	5,183.00
Jarrin McCreery	7.80	260.00	2,028.00
Total Hours & Fees	213.20		123,495.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-14

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
05/01/09	JAD	Prepare for and attend WIP call regarding objections and proposed responses.	1.50
05/01/09	JAD	Prepare for and attend call with outside counsel regarding responding to cash collateral objections as follow-up to earlier call.	0.90
05/01/09	JAD	Attend meeting regarding payment of adequate protection interest and follow-up with E. Hoyt.	0.90
05/01/09	JAD	Review emails regarding mezz lenders by project.	0.60
05/01/09	LT	Revised debt model with updated amortization/interest rate assumptions from company.	3.10
05/01/09	SMW	Reviewed and followed up on material relating to the R-24 to 10K and 10Q reconciliations.	0.90
05/03/09	JAD	WIP call for case with Weil and company personnel.	1.60
05/03/09	SMM	Analysis of non filer information	3.30
05/04/09	SMW	Held conversations and prepared for r-24 to 10k reconciliation meeting.	1.30
05/04/09	JAD	Review open tasks and items.	1.00
05/04/09	LT	Summarized discussion topics/open items for debt model.	0.80
05/04/09	JAD	Calls and meetings regarding the model.	1.60
05/04/09	JAD	Work relating to update of 13 week cash flow model and follow-up review.	0.80
05/05/09	JAD	Prepare for and attend update call.	1.10
05/05/09	JAD	Review responses to objections and prepare for Friday 5/8 hearing.	2.10
05/05/09	JAD	Review adequate protection analysis and discuss with staff.	1.40
05/05/09	JAD	Review DIP loan schedule and discuss with team.	1.20
05/05/09	JAD	Review interco info with VP accounting and follow-up with staff.	1.70
05/05/09	JAD	Review treasury overnight investments and discuss with counsel.	0.80
05/05/09	JAD	Review info pertaining to list of 1st lien properties and	1.20

General Growth Properties
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Invoice # 2020192-14

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
		forward to staff member.	
05/05/09	LT	Calculate applicable interest rates.	1.20
05/05/09	LT	Generated list of unencumbered properties.	0.50
05/05/09	LT	Summarized employee benefits payments for post-petition period.	1.20
05/05/09	SMW	Met to review the R-24 to 10-K reconciliation.	1.30
05/06/09	LT	Created consolidated summary tabs for new property level model.	1.80
05/06/09	SMM	Review adequate protection analysis	3.10
05/07/09	SMM	Analysis of secured lender information	3.10
05/07/09	JAD	Review information pertaining to Fashion Show and Palazzo in prep for possible deposition.	2.20
05/07/09	JAD	Review information pertaining to adequate protection in advance of 5/8 hearing.	1.70
05/07/09	JAD	Attend discussions with counsel regarding adequate protection.	3.30
05/10/09	SMM	Review of secured lender adequate protection	3.10
05/11/09	JAD	Analysis and calls relating to Fashion Show and Palazzo cash.	1.90
05/11/09	LT	Created comparison of budget to forecast for Fashion Show and Palazzo.	1.50
05/11/09	LT	Prepared 2009 summary tax forecast schedule.	1.30
05/11/09	LT	Prepared summary of revenue at risk by property for 2009 and 2010.	4.20
05/11/09	LT	Updated Fashion Show / Palazzo budget comparison.	2.10
05/11/09	LT	Reviewed and edited presentation to board of directors.	1.70
05/11/09	SMW	Created baseline presentation of board of directors for review by project team and coordinated gathering of initial information	3.70
05/11/09	SMM	Review BOD presentation materials	3.20
05/12/09	SMW	Updated presentation for board of directors.	3.20

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Invoice # 2020192-14

Re: Financial Analysis
 Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
05/12/09	SMW	Continued updating the presentation for the board of directors.	3.10
05/12/09	JAD	Review adequate protection analysis and edits.	0.80
05/12/09	LT	Investigated variance between forecast and budget for Fashion Show and Palazzo.	2.20
05/12/09	LT	Met with Company to gain further insight into Palazzo management fee.	1.40
05/12/09	LT	Updated revenue at risk analysis.	2.50
05/12/09	LT	Reviewed and edited presentation to board of directors.	1.40
05/12/09	SMM	Review BOD presentation	2.80
05/13/09	SMM	Attend BOD meeting, including preparation	2.30
05/13/09	LT	Meeting with Company to discuss priorities for debt model	1.50
05/13/09	LT	Updated debt model to include legal entity names & JDE codes; reformatted output tabs; updated formulas.	3.10
05/13/09	SMW	Completed updating a presentation for the board of directors.	4.30
05/13/09	SMW	Meetings regarding components to the value allocation model and issues related to those components.	3.20
05/13/09	SMW	Began reviewing the comparison of the R-24 actuals for Q1 2008 to the 10-Q and associated SEC filings.	2.30
05/14/09	SMW	Continued assisting with the development of the property level cash flow models.	3.70
05/14/09	SMW	Continued reviewing the comparison of the R-24 actuals for Q1 2008 to the 10-Q and associated SEC filings.	3.80
05/14/09	LT	Meeting with Company on debt model mechanics, next steps, and responsibilities.	2.10
05/14/09	LT	Revised debt model to reflect updated information from Company regarding mezzanine debt.	2.10
05/15/09	SMW	Continued updating property level financial models.	3.20
05/15/09	SMW	Reviewed updated support information for the value allocation model.	2.30
05/15/09	SMM	Review of debt schedule	2.40

General Growth Properties
Adam Metz, CEO
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Chicago, IL 60606

Invoice # 2020192-14

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
05/19/09	SMW	Met with various company representatives to review their debt service ratio calculations and underlying financial models.	2.80
05/19/09	SMW	Reviewed company's debt service coverage ratio models	4.40
05/19/09	SMW	Continued to review company's debt service coverage ratio analyses.	4.30
05/19/09	LT	Revised debt model assumptions regarding interest rate.	2.60
05/19/09	LT	Worked on board presentation for creditor committee meeting on 5/27/09.	1.50
05/20/09	LT	Revised debt model regarding interest rate.	2.30
05/20/09	LT	Revised debt model to map loans to legal entity name.	1.20
05/20/09	LT	Updated property roll up model.	2.30
05/20/09	LT	Prepared charts for and worked on board presentation to creditor committee.	1.10
05/20/09	SMW	Continued to review, update, and update company's debt service coverage ratio calculations	4.20
05/20/09	SMW	Attended meeting on and developed timeline for development of business plan.	3.90
05/20/09	SMW	Reviewed, updated, and summarized company's debt service coverage ratio calculations	3.80
05/21/09	SMW	Attended meeting and incorporated updates related to the timeline for preparation of business plan.	2.80
05/21/09	SMW	Prepared for review of the presentation of the Unsecured Creditors Committee.	1.60
05/21/09	JAD	Discuss debt service coverage ratio and review results of analysis.	0.80
05/21/09	SMW	Continued to review and updated the company's debt service coverage ratio calculations.	3.90
05/21/09	SMM	Review and discuss JV forecast	3.10
05/21/09	LT	Revised debt model to reflect new amortization assumptions.	2.40
05/21/09	LT	Summarized annual debt maturities by filer/non-filer.	1.90

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Invoice # 2020192-14

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
05/21/09	LT	Revised maturity laddering/refinancing assumptions in debt model.	3.20
05/21/09	LT	Updated property roll up model to include sensitivity cases.	2.90
05/21/09	LT	Updated debt service in property level roll up model by legal entity.	2.30
05/21/09	LT	Built interest rate scenarios for debt model.	2.50
05/21/09	LT	Calculated net cash flow after debt service by legal entity.	1.70
05/21/09	LT	Summarized negative cash flow properties based on NOI/interest rate scenarios.	2.20
05/21/09	JAM	Discuss with team work product related to restructuring planning meeting. Review revised slides and assumptions related to financial analysis.	2.80
05/22/09	LT	Revise sensitivity analysis.	1.40
05/22/09	LT	Revise debt model	1.70
05/22/09	JAM	Discuss analysis requirements for restructuring planning meeting.	0.90
05/22/09	SMW	Read and reviewed preliminary presentation related to the presentation to the UCC.	3.90
05/23/09	SMW	Created and update slide related to the unsecured creditors committee.	2.30
05/23/09	SMW	Create property maturity and leverage analysis.	3.10
05/26/09	SMW	Assisted in the preparation of presentation for the unsecured creditors committee.	4.60
05/26/09	SMW	Updated supporting analysis on debt burden by property	2.70
05/26/09	SMW	Continued updating, reviewing, and assisting the preparation of the unsecured creditor committee presentation.	3.90
05/26/09	LT	Revised sensitivity analysis.	3.60
05/26/09	LT	Updated JV debt forecast in debt model.	2.70
05/26/09	LT	Revised certain debt scenarios for pro forma analysis.	2.10
05/26/09	JAM	Review financial projection model sensitivity scenarios.	1.20
05/27/09	LT	Revised debt model with new assumptions for floating rate	2.10

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Invoice # 2020192-14

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
		debt.	
05/28/09	JAM	Attend meeting with Miller Buckfire, Weil, and Cushman regarding shopping center properties.	1.70
05/28/09	LT	Revised debt model.	3.10
05/28/09	LT	Revised debt model.	2.80
05/29/09	LT	Assisted deposition preparation; document production.	2.50
05/29/09	LT	Revise debt model with updated information.	1.40
05/29/09	SMM	Review of joint venture information	2.60
Total Hours			242.40



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

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Invoice # 2020192-14

Re: Financial Analysis
Client/Matter # 005717.00116

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	6.60	790.00	5,214.00
John Dischner	29.10	595.00	17,314.50
Scott Matrenec	29.00	510.00	14,790.00
Lowell Thomas	89.20	265.00	23,638.00
Spencer M Ware	88.50	365.00	32,302.50
Total Hours & Fees	242.40		93,259.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
04/16/09	Airfare Clayton Gring-4/14/09-CHICAGO - DALLAS	190.00
04/16/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/17/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	92.31
04/20/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C. Gring	74.16
04/20/09	Cab Fare/Ground Transportation Clayton Gring	74.65
04/20/09	Cab Fare/Ground Transportation Yusra Alsayyad	25.00
04/20/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	63.75
04/20/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/20/09	Meals - Engagement Team Yusra Alsayyad-Dinner-Ggp Team-Yusra AlSayyad, Jarrin McCreery, Brenda Miller, Adam Sanderson, Mike Degraf	100.00
04/21/09	Airfare Clayton Gring-4/27/09-CHICAGO - DALLAS	669.70
04/21/09	Airfare Spencer Ware-05/01/09-ORD AND AUS	763.20
04/21/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/21/09	Cab Fare/Ground Transportation Yusra Alsayyad	25.00
04/21/09	Cab Fare/Ground Transportation Clayton Gring	74.65
04/21/09	Meals - Engagement Team Yusra Alsayyad-Dinner-Ggp-Yusra AlSayyad, Jarrin McCreery, Adam Sanderson	60.00
04/22/09	Cab Fare/Ground Transportation Yusra Alsayyad	25.00
04/22/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/22/09	Meals - Engagement Team Yusra Alsayyad-Dinner-Ggp-Yusra AlSayyad, Jarrin McCreery, Adam Sanderson, Mike Degraf, Brenda Miller,	91.85
04/23/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/23/09	Cab Fare/Ground Transportation Michael Degraf	68.00
04/23/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago-4/20/2009-4/23/2009	1,103.24

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
04/23/09	Parking & Tolls John Dischner	31.00
04/23/09	Meals - Engagement Team Michael Degraf-Dinner-Ggp Team-Michael DeGraf, Yusra Alsayyad and Adam Sanderson	60.00
04/24/09	Cab Fare/Ground Transportation Clayton Gring	46.45
04/24/09	Cab Fare/Ground Transportation - - VENDOR: Hoyt Livery L. Thomas	143.25
04/24/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/24/09	Parking & Tolls John Dischner	31.00
04/24/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Scott Matrenec;Lowell Thomas;Clayton Gring	60.00
04/25/09	Meals - Engagement Team Yusra Alsayyad-Dinner-Ggp-Yusra AlSayyad, Brenda Miller, Adam Sanderson, Jarrin McCreery, Mike Degraf	60.60
04/27/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/27/09	Cab Fare/Ground Transportation Yusra Alsayyad	25.00
04/27/09	Cab Fare/Ground Transportation Clayton Gring	74.65
04/27/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C. Gring	64.86
04/27/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service L. Thomas	73.16
04/27/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-4/27/2009-4/30/2009	1,103.24
04/27/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago-4/27/2009-4/29/2009	619.71
04/27/09	Meals & Tips Jarrin McCreery-Dinner	20.00
04/27/09	Meals & Tips Adam Sanderson-Dinner	20.00
04/27/09	Parking & Tolls John Dischner	36.00
04/27/09	Meals - Engagement Team Yusra Alsayyad-Dinner-Ggp-Yusra AlSayyad, Brenda Miller	40.00
04/28/09	Cab Fare/Ground Transportation Michael Degraf 04/29/09	60.15
04/28/09	Cab Fare/Ground Transportation Michael Degraf	68.05

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Invoice # 2020192-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
04/28/09	Cab Fare/Ground Transportation Clayton Gring	74.65
04/28/09	Cab Fare/Ground Transportation Yusra Alsayyad	25.00
04/28/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/28/09	Lodging Jarrin McCreery-Westin Hotels And Resorts-Chicago - 4/27/2009-4/30/2009	826.28
04/29/09	Airfare John Dischner-05/06-ORD TO LGA TO ORD	431.62
04/29/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/29/09	Lodging Adam Sanderson-Westin Hotels And Resorts-Chicago - 4/27/2009-4/30/2009	826.28
04/29/09	Parking & Tolls John Dischner	31.00
04/29/09	Meals - Engagement Team Michael Degraf-Dinner-Ggp Team-Michael DeGraf, Jim Mesterharm, Adam Sanderson, Jarrin McCreery, Yusra Alsayyad, Lowell Thomas, Clayton Gring, John Dischner, Brenda Miller, Scott Matrenec, Spencer Ware	220.00
04/30/09	Airfare - - VENDOR: American Express Jarrin McCreery 5/22-09 CHO- CLT	360.70
04/30/09	Airfare - - VENDOR: American Express Jarrin McCreery 5/22-09 CHO- CLT	360.70
04/30/09	Cab Fare/Ground Transportation Clayton Gring	10.00
04/30/09	Meals & Tips Clayton Gring-Dinner	20.00
04/30/09	Parking & Tolls John Dischner	31.00
04/30/09	Meals - Engagement Team Yusra Alsayyad-Dinner-Ggp-Yusra AlSayyad, Jarrin McCreery, Mike Degraf, Brenda Miller, Adam Sanderson	100.00
05/01/09	Airfare Lowell Thomas-5/5/09-LGA-ORD	459.52
05/01/09	Airfare Lowell Thomas-5/8/09-ORD-LGA	457.64
05/01/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/01/09	Cab Fare/Ground Transportation Jarrin McCreery	42.10
05/01/09	Cab Fare/Ground Transportation Spencer Ware	40.00
05/01/09	Cab Fare/Ground Transportation Spencer Ware	45.00

General Growth Properties
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Invoice # 2020192-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
05/01/09	Cab Fare/Ground Transportation Michael Degraf	62.85
05/01/09	Cab Fare/Ground Transportation Adam Sanderson	40.85
05/01/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	74.40
05/01/09	Cab Fare/Ground Transportation Clayton Gring	74.65
05/01/09	Meals & Tips Todd Brents-Dinner	14.89
05/01/09	Meals & Tips Lowell Thomas-Dinner	10.00
05/01/09	Other Jarrin McCreery Car Service Tip	5.00
05/01/09	Parking & Tolls Todd Brents	80.00
05/01/09	Parking & Tolls John Dischner	20.00
05/01/09	Parking & Tolls Adam Sanderson	60.00
05/03/09	Cab Fare/Ground Transportation Spencer Ware	40.00
05/03/09	Cab Fare/Ground Transportation Spencer Ware	45.00
05/03/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-5 /3/2009-5/5/2009	931.29
05/04/09	Airfare Adam Sanderson-5/11/09-DAL-ORD	629.70
05/04/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
05/04/09	Cab Fare/Ground Transportation Yusra Alsayyad	25.00
05/04/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
05/04/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/04/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/04/09	Cab Fare/Ground Transportation Spencer Ware	6.00
05/04/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	79.20
05/04/09	Cab Fare/Ground Transportation Brenda Miller	22.00
05/04/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C. Gring	85.96
05/04/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur Thomas Lowell	97.75

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
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Invoice # 2020192-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
05/04/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
05/04/09	Lodging Adam Sanderson-Westin Hotels And Resorts-Chicago - 5/4/2009-5/7/2009	964.76
05/04/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago- 5/4/2009-5/6/2009	723.57
05/04/09	Meals & Tips Clayton Gring-Dinner	20.00
05/04/09	Parking & Tolls John Dischner	36.00
05/04/09	Parking & Tolls James Mesterharm	36.00
05/04/09	Meals - Engagement Team Yusra Alsayyad-Dinner-Ggp-Yusra AlSayyad, Jarrin McCreery, Mike Degraf, Brenda Miller, Adam Sanderson	100.00
05/05/09	Airfare John Dischner-5/6/09-ORD-LGA-ORD	355.26
05/05/09	Airfare James Mesterharm-05/06/09-ORD-LGA-ORD	1,217.04
05/05/09	Airfare Brenda Miller-05/06/09-ORD - LGA	608.03
05/05/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
05/05/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
05/05/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
05/05/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/05/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
05/05/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
05/05/09	Cab Fare/Ground Transportation Yusra Alsayyad	25.00
05/05/09	Cab Fare/Ground Transportation Clayton Gring	74.65
05/05/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/05/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/05/09	Parking & Tolls James Mesterharm	36.00
05/05/09	Parking & Tolls John Dischner	31.00
05/05/09	Meals - Engagement Team Adam Sanderson-Dinner-General Growth-Adam Sander son, M. Degraf	40.00
05/05/09	Meals - Engagement Team Spencer Ware-Dinner-General Growth-Yusra Alsayya d;Spencer Ware;Brenda Miller;Scott Matrenec	80.00

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Invoice # 2020192-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
05/05/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Lowell Thomas	40.00
05/06/09	Cab Fare/Ground Transportation Yusra Alsayyad	25.00
05/06/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur John Dischner	78.15
05/06/09	Cab Fare/Ground Transportation Spencer Ware	6.00
05/06/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/06/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
05/06/09	Cab Fare/Ground Transportation Brenda Miller	21.00
05/06/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
05/06/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service B. Miller	80.86
05/06/09	Cab Fare/Ground Transportation Michael Degraf	64.00
05/06/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/06/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
05/06/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
05/06/09	Cab Fare/Ground Transportation Lowell Thomas	10.00
05/06/09	Phone - Internet Access John Dischner	14.58
05/06/09	Lodging James Mesterharm-Thi3 New York Llc-New York-5/6/ 2009	438.51
05/06/09	Lodging John Dischner-Thi3 New York Llc-New York-5/6/200 9	438.51
05/06/09	Lodging Brenda Miller-Le Meridien Hotels--5/6/2009	436.51
05/06/09	Lodging Lowell Thomas-Sheraton-Chicago-5/4/2009-5/6/2009	1,277.49
05/06/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-5 /6/2009	385.44
05/06/09	Meals & Tips Jarrin McCreery-Dinner	20.00
05/06/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Weil Team-Brenda Miller and Chris Lopez	40.00
05/07/09	Airfare Nelson Jarrell-5/11/09-LGA > CHI	242.60
05/07/09	Airfare Nelson Jarrell-5/14/09-CHI > LGA	243.12

General Growth Properties
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Invoice # 2020192-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
05/07/09	Airfare Lowell Thomas-5/7/09-ORD-LGA	313.63
05/07/09	Airfare Spencer Ware-05/07/09-ORD AND EWR	909.20
05/07/09	Cab Fare/Ground Transportation Lowell Thomas	5.00
05/07/09	Cab Fare/Ground Transportation Jarrin McCreery	12.00
05/07/09	Cab Fare/Ground Transportation Lowell Thomas	47.00
05/07/09	Cab Fare/Ground Transportation Jarrin McCreery Hotel - Dinner - Hotel	20.00
05/07/09	Cab Fare/Ground Transportation Spencer Ware	13.00
05/07/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
05/07/09	Cab Fare/Ground Transportation Spencer Ware	65.00
05/07/09	Cab Fare/Ground Transportation Spencer Ware	55.00
05/07/09	Cab Fare/Ground Transportation Spencer Ware	10.00
05/07/09	Cab Fare/Ground Transportation Clayton Gring	40.65
05/07/09	Phone - Internet Access John Dischner	12.57
05/07/09	Lodging Brenda Miller-Le Meridien Hotels--5/7/2009	436.51
05/07/09	Lodging James Mesterharm-Thi3 New York Llc-New York-5/7/ 2009	438.51
05/07/09	Lodging John Dischner-Thi3 New York Llc-New York-5/7/200 9	438.51
05/07/09	Lodging Jarrin McCreery-Sheraton-Chicago-5/4/2009-5/7/20 09	1,241.72
05/07/09	Meals & Tips Brenda Miller-Dinner	20.00
05/07/09	Meals - Engagement Team Michael Degraf-Dinner-Ggp Team-Michael DeGraf, Tusra Alsayyad, Lowell Thomas, Clayton Gring, Scott Matrenec, Adam Sanderson, Spencer Ware	140.00
05/07/09	Meals - Engagement Team Jarrin McCreery-Dinner-Gp-Jarrin McCreery	20.00
05/08/09	Cab Fare/Ground Transportation Adam Sanderson	40.00
05/08/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
05/08/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service B. Miller	85.13
05/08/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur John Dischner	96.90

General Growth Properties
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Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
05/08/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
05/08/09	Cab Fare/Ground Transportation Jarrin McCreery	32.00
05/08/09	Meals & Tips Brenda Miller-Dinner	20.00
05/08/09	Parking & Tolls Adam Sanderson	60.00
05/08/09	Parking & Tolls James Mesterharm	135.00
05/09/09	Airfare Lowell Thomas-5/11/09-LGA-ORD	613.92
05/09/09	Phone - Internet Access Spencer Ware	3.99
05/10/09	Airfare Clayton Gring-5/15/09-CHICAGO - DALLAS	619.70
05/11/09	Airfare James Mesterharm-05/11/09-ORD-LGA-ORD	875.28
05/11/09	Airfare John Dischner-5/11/09-ORD-LGA-ORD	875.28
05/11/09	Airfare Nelson Jarrell-5/15/09-CHI >LGA	242.60
05/11/09	Cab Fare/Ground Transportation Nelson Jarrell	18.00
05/11/09	Cab Fare/Ground Transportation Nelson Jarrell	35.85
05/11/09	Cab Fare/Ground Transportation Jarrin McCreery	12.00
05/11/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
05/11/09	Cab Fare/Ground Transportation Spencer Ware	45.00
05/11/09	Cab Fare/Ground Transportation Spencer Ware	55.00
05/11/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/11/09	Cab Fare/Ground Transportation Adam Sanderson	9.00
05/11/09	Cab Fare/Ground Transportation Adam Sanderson	40.05
05/11/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	66.00
05/11/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur Thomas Lowell	72.75
05/11/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C. Gring	64.86
05/11/09	Cab Fare/Ground Transportation - - VENDOR: Vital Transportation Inc. S. Jarrell	70.38
05/11/09	Cab Fare/Ground Transportation Yusra Alsayyad	25.00

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Client/Matter # 005717.00118

Date	Disbursement Description	Amount
05/11/09	Cab Fare/Ground Transportation Spencer Ware	12.00
05/11/09	Client Meals & Entertainment Adam Sanderson-Dinner-Brenda Miller;Jarrin McCreary;Adam Sanderson;Yusra Alsayyad;Scott Jarrell	100.00
05/11/09	Lodging Adam Sanderson-Westin Hotels And Resorts-Chicago - 5/11/2009-5/14/2009	964.76
05/11/09	Lodging John Dischner-Sheraton-New York-5/11/2009-5/12/2009	827.32
05/11/09	Lodging Jarrin McCreery-Westin River North Hotel-Chicago - 5/11/2009	241.19
05/11/09	Other Jarrin McCreery Car Service Tip	5.00
05/11/09	Parking & Tolls James Mesterharm	31.00
05/11/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-John Dischner;Clayton Gring;Lowell Thomas;Spencer Ware;Scott Matrenec;Jim Mesterharm	120.00
05/12/09	Airfare Adam Sanderson-5/18/09-DAL-ORD	635.70
05/12/09	Cab Fare/Ground Transportation Lowell Thomas	10.00
05/12/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/12/09	Cab Fare/Ground Transportation Jarrin McCreery	23.00
05/12/09	Cab Fare/Ground Transportation Adam Sanderson	7.00
05/12/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/12/09	Cab Fare/Ground Transportation Clayton Gring	74.65
05/12/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/12/09	Cab Fare/Ground Transportation Yusra Alsayyad	25.00
05/12/09	Lodging James Mesterharm-Sheraton-New York-5/11/2009-5/12/2009	827.32
05/12/09	Lodging Jarrin McCreery-Westin River North Hotel-Chicago - 5/12/2009	241.19
05/12/09	Lodging Lowell Thomas-Westin Hotels And Resorts-Chicago-5/11/2009-5/14/2009	964.76
05/12/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-5/11/2009	310.43

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Date	Disbursement Description	Amount
05/12/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-5/12/2009	310.43
05/12/09	Meals & Tips Jarrin McCreery-Dinner	7.23
05/12/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Clayton Gring;Lowell Thomas;Spencer Ware;Scott Matrenec; John Dischner	100.00
05/13/09	Airfare Nelson Jarrell-5/18/09-LGA <> MDW	407.20
05/13/09	Airfare Spencer Ware-05/15/2009-ORD TO EWR	738.42
05/13/09	Airfare Spencer Ware-05/18/09-EWR TO ORD	738.42
05/13/09	Airfare Spencer Ware-05/28/2009-ORD TO EWR	466.12
05/13/09	Airfare Spencer Ware-06/01/09-EWR TO ORD	466.12
05/13/09	Airfare Spencer Ware-5/22/09-ORD TO EWR	466.12
05/13/09	Airfare Spencer Ware-05/26/09-EWR TO ORD	466.12
05/13/09	Cab Fare/Ground Transportation Nelson Jarrell 05/12/09	9.00
05/13/09	Cab Fare/Ground Transportation Nelson Jarrell	7.00
05/13/09	Cab Fare/Ground Transportation Nelson Jarrell	9.00
05/13/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
05/13/09	Cab Fare/Ground Transportation Jarrin McCreery	25.00
05/13/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
05/13/09	Cab Fare/Ground Transportation Yusra Alsayyad	25.00
05/13/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/13/09	Cab Fare/Ground Transportation Spencer Ware	55.00
05/13/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/13/09	Lodging Jarrin McCreery-Westin River North Hotel-Chicago - 5/13/2009	241.19
05/13/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-5/13/2009	414.29
05/13/09	Parking & Tolls James Mesterharm	102.00
05/13/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Team-Brenda Miller, Mike Degraf, Adam Sanderson, Scott Jarrell, Jarrin McCreery, Yusra Alsayyad	120.00

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Date	Disbursement Description	Amount
05/13/09	Meals - Engagement Team Lowell Thomas-Dinner-Ggp-Spencer Ware;Lowell Thomas;Scott Matrenec;Clayton Gring	78.58
05/14/09	Cab Fare/Ground Transportation Brenda Miller	18.00
05/14/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
05/14/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/14/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/14/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/14/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars J. Mc Creery	66.00
05/14/09	Cab Fare/Ground Transportation Lowell Thomas	10.00
05/14/09	Cab Fare/Ground Transportation Jarrin McCreery	20.00
05/14/09	Lodging Jarrin McCreery-Westin River North Hotel-Chicago - 5/14/2009	241.19
05/14/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-5 /14/2009	310.43
05/14/09	Lodging Nelson Jarrell-Westin Hotels And Resorts-Chicago - 5/11/2009-5/15/2009	1,113.29
05/14/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago- 5/11/2009-5/14/2009	964.76
05/14/09	Parking & Tolls John Dischner	31.00
05/14/09	Parking & Tolls James Mesterharm	36.00
05/14/09	Meals - Engagement Team James Mesterharm-Dinner-Ggp-Mike DeGraf;Brenda Miller;Lowell Thomas;Clayton Gring;Scott Jarell;John Dischner;Scott Matrenec;Adam Sanderson;Spencer Ware;Jarin McCreery; Yusra Alsayyad	240.00
05/15/09	Airfare James Mesterharm-05/19/09-ORD-LGA-ORD	875.28
05/15/09	Airfare Todd Brents-5/26/2009-CLT/ORD	686.30
05/15/09	Cab Fare/Ground Transportation Nelson Jarrell	31.95
05/15/09	Cab Fare/Ground Transportation Nelson Jarrell	30.00
05/15/09	Cab Fare/Ground Transportation Lowell Thomas	45.00

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Date	Disbursement Description	Amount
05/15/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
05/15/09	Cab Fare/Ground Transportation Lowell Thomas	5.00
05/15/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/15/09	Cab Fare/Ground Transportation Spencer Ware	85.00
05/15/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
05/15/09	Cab Fare/Ground Transportation Adam Sanderson	50.00
05/15/09	Cab Fare/Ground Transportation Brenda Miller	12.00
05/15/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars J. Mc Creery	66.00
05/15/09	Cab Fare/Ground Transportation Clayton Gring	49.65
05/15/09	Cab Fare/Ground Transportation Spencer Ware	45.00
05/15/09	Cab Fare/Ground Transportation Spencer Ware	12.00
05/15/09	Other Jarrin McCreery Car Service Tip	5.00
05/15/09	Parking & Tolls Adam Sanderson	60.00
05/15/09	Parking & Tolls James Mesterharm	31.00
05/15/09	Long Distance Calls Clayton Gring	41.85
05/15/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Team-Team GGP B. Miller & S. Jarrell	20.10
05/15/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Clayton Gring;Adam Sand erson;Jarrin McCreery	60.00
05/16/09	Airfare Lowell Thomas-5/18/09-LGA-ORD	328.93
05/17/09	Airfare Clayton Gring-5/18/09-CHICAGO - DALLAS	757.12
05/18/09	Airfare Adam Sanderson-5/26/09-DAL-ORD	635.70
05/18/09	Cab Fare/Ground Transportation Nelson Jarrell	31.95
05/18/09	Cab Fare/Ground Transportation Spencer Ware	50.00
05/18/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
05/18/09	Cab Fare/Ground Transportation Jarrin McCreery	12.00
05/18/09	Cab Fare/Ground Transportation Clayton Gring	74.65
05/18/09	Cab Fare/Ground Transportation Spencer Ware	12.00

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Date	Disbursement Description	Amount
05/18/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/18/09	Cab Fare/Ground Transportation Spencer Ware	50.00
05/18/09	Cab Fare/Ground Transportation Yusra Alsayyad	25.00
05/18/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars J. Mc Creery	79.20
05/18/09	Lodging Jarrin McCreery-Westin River North Hotel-Chicago - 5/18/2009	241.19
05/18/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago- 5/18/2009-5/20/2009	723.57
05/18/09	Meals & Tips Adam Sanderson-Dinner A. Sanderson, S. Ware, L. Thomas, J. McCreery, M. DeGraf	100.00
05/18/09	Meals & Tips Clayton Gring-Dinner	7.02
05/18/09	Other Jarrin McCreery Car Service Tip	5.00
05/18/09	Meals - Engagement Team Nelson Jarrell-Dinner-GGP Team;Nelson Jarrell, Y. Alsayyad	19.74
05/19/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
05/19/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
05/19/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/19/09	Cab Fare/Ground Transportation Clayton Gring	74.65
05/19/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/19/09	Cab Fare/Ground Transportation Spencer Ware	6.00
05/19/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
05/19/09	Cab Fare/Ground Transportation Jarrin McCreery	21.00
05/19/09	Cab Fare/Ground Transportation Yusra Alsayyad	25.00
05/19/09	Lodging Jarrin McCreery-Westin River North Hotel-Chicago - 5/19/2009	241.19
05/19/09	Lodging James Mesterharm-Thi3 New York Llc-New York-5/19 /2009	577.61
05/19/09	Lodging Lowell Thomas-Westin Hotels And Resorts-Chicago- 5/18/2009-5/21/2009	964.76

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Date	Disbursement Description	Amount
05/19/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-5/19/2009	241.19
05/19/09	Lodging Adam Sanderson-Westin Hotels And Resorts-Chicago - 5/18/2009-5/20/2009	723.57
05/19/09	Meals & Tips Nelson Jarrell-Dinner	20.00
05/19/09	Meals & Tips Jarrin McCreery-Dinner	20.00
05/19/09	Meals & Tips James Mesterharm-Dinner	12.46
05/19/09	Meals & Tips Adam Sanderson-Dinner	20.00
05/19/09	Parking & Tolls Clayton Gring	149.11
05/19/09	Parking & Tolls James Mesterharm	31.00
05/19/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Clayton Gring;Yusra Als ayaad;Scott Matrenec	60.00
05/20/09	Airfare John Dischner-05/26/2009-ORD TO LGA TO ORD	250.52
05/20/09	Airfare James Mesterharm-05/27/09-ORD-LGA-ORD	416.93
05/20/09	Cab Fare/Ground Transportation Nelson Jarrell	17.00
05/20/09	Cab Fare/Ground Transportation Nelson Jarrell	10.00
05/20/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
05/20/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/20/09	Cab Fare/Ground Transportation Jarrin McCreery	20.00
05/20/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
05/20/09	Cab Fare/Ground Transportation Brenda Miller	19.00
05/20/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/20/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/20/09	Cab Fare/Ground Transportation Yusra Alsayyad	25.00
05/20/09	Lodging Jarrin McCreery-Westin River North Hotel-Chicago - 5/20/2009	241.19
05/20/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-5/20/2009	241.19
05/20/09	Parking & Tolls James Mesterharm	61.00

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Date	Disbursement Description	Amount
05/20/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Team-Brenda Miller, Mike Degraf, Adam Sanderson, Scott Jarrell, Jarrin McCreery, Yusra Alsayyad, Jim Mesterharm	140.00
05/20/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Clayton Gring;Spencer Ware;Jarrin McCreery;Lowell Thomas;Scott Matrenec;John Dischner	120.00
05/21/09	Airfare Nelson Jarrell-5/26/09-NYC <> CHI	383.32
05/21/09	Airfare Nelson Jarrell-5/29/09-CHI <> MSP	228.19
05/21/09	Airfare Nelson Jarrell-5/22/09-MDW <> LGA	178.00
05/21/09	Airfare Clayton Gring-5/22/09-CHICAGO - DALLAS	638.70
05/21/09	Cab Fare/Ground Transportation Nelson Jarrell	7.00
05/21/09	Cab Fare/Ground Transportation Jarrin McCreery	24.00
05/21/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
05/21/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/21/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
05/21/09	Cab Fare/Ground Transportation Adam Sanderson	42.00
05/21/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/21/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/21/09	Lodging Jarrin McCreery-Westin River North Hotel-Chicago - 5/21/2009	241.19
05/21/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-5/18/2009	241.19
05/21/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-5/21/2009	241.19
05/21/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago-5/21/2009	241.19
05/21/09	Lodging Nelson Jarrell-Westin Hotels And Resorts-Chicago - 5/18/2009-5/21/2009	964.76
05/21/09	Parking & Tolls Adam Sanderson	60.00
05/21/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Lowell Thomas;Spencer Ware;Clayton Gring;Scott Matrenec	80.00

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Date	Disbursement Description	Amount
05/21/09	Meals - Engagement Team Nelson Jarrell-Dinner-Ggp-GGP Team;Nelson Jarrell, Y. Alsayyad, J. McCreery	60.00
05/22/09	Airfare Lowell Thomas-5/26/09-LGA-ORD	329.72
05/22/09	Airfare Lowell Thomas-5/29/09-ORD-LGA	487.24
05/22/09	Cab Fare/Ground Transportation Nelson Jarrell	34.14
05/22/09	Cab Fare/Ground Transportation Spencer Ware	55.00
05/22/09	Cab Fare/Ground Transportation Lowell Thomas	7.00
05/22/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
05/22/09	Cab Fare/Ground Transportation Lowell Thomas	37.25
05/22/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
05/22/09	Cab Fare/Ground Transportation Brenda Miller	12.00
05/22/09	Cab Fare/Ground Transportation Spencer Ware	10.00
05/22/09	Meals & Tips Jarrin McCreery-Dinner	20.00
05/22/09	Parking & Tolls James Mesterharm	31.00
05/23/09	Cab Fare/Ground Transportation Jarrin McCreery	52.00
05/25/09	Airfare Clayton Gring-5/26/09-DALLAS - CHICAGO	635.70
05/25/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/25/09	Lodging Todd Brents-Marriott Hotels--5/25/2009	218.11
05/26/09	Airfare Adam Sanderson-6/1/09-DAL-ORD	635.70
05/26/09	Airfare Jarrin McCreery-6/1/09-DFW TO CHICAGO	534.70
05/26/09	Cab Fare/Ground Transportation Nelson Jarrell	40.25
05/26/09	Cab Fare/Ground Transportation Nelson Jarrell	8.00
05/26/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
05/26/09	Cab Fare/Ground Transportation Jarrin McCreery	42.95
05/26/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/26/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
05/26/09	Cab Fare/Ground Transportation Spencer Ware	10.00
05/26/09	Cab Fare/Ground Transportation Spencer Ware	45.00

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Date	Disbursement Description	Amount
05/26/09	Lodging Todd Brents-Marriott Hotels--5/26/2009	218.11
05/26/09	Lodging Clayton Gring-Westin Hotels And Resorts--5/26/20 09	241.19
05/26/09	Parking & Tolls John Dischner	31.00
05/26/09	Parking & Tolls James Mesterharm	31.00
05/26/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Jarrin McCreery;Clayton Gring;Lowell Thomas	60.00
05/26/09	Meals - Engagement Team Spencer Ware-Dinner-General Growth Partners-Spen cer Ware; J. Dischner; J. Mesterharm	60.00
05/27/09	Cab Fare/Ground Transportation Todd Brents	38.00
05/27/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
05/27/09	Cab Fare/Ground Transportation Spencer Ware	10.00
05/27/09	Cab Fare/Ground Transportation Spencer Ware	7.00
05/27/09	Cab Fare/Ground Transportation Spencer Ware	12.00
05/27/09	Cab Fare/Ground Transportation Clayton Gring	74.65
05/27/09	Cab Fare/Ground Transportation Spencer Ware	6.00
05/27/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
05/27/09	Cab Fare/Ground Transportation Nelson Jarrell	7.00
05/27/09	Cab Fare/Ground Transportation Nelson Jarrell	7.00
05/27/09	Lodging James Mesterharm-Thi3 New York Llc-New York-5/27/2009	404.23
05/27/09	Lodging John Dischner-Luxury Resorts--5/27/2009	404.23
05/27/09	Lodging Clayton Gring-Westin Hotels And Resorts--5/27/20 09	241.19
05/27/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-5/27/2009	241.19
05/27/09	Meals & Tips Clayton Gring-Dinner	20.00
05/27/09	Meals - Engagement Team Todd Brents-Dinner-General Growth-Jerrin McCrear y;Todd Brents;Adam Sanderson;Mike Degraf;Brenda Miller;Scott Jarrell	120.00
05/28/09	Cab Fare/Ground Transportation Adam Sanderson	8.00
05/28/09	Cab Fare/Ground Transportation Spencer Ware	55.00

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Date	Disbursement Description	Amount
05/28/09	Cab Fare/Ground Transportation Nelson Jarrell	7.00
05/28/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
05/28/09	Cab Fare/Ground Transportation Spencer Ware	45.00
05/28/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/28/09	Parking & Tolls James Mesterharm	90.00
05/28/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Team-Brenda Miller;Team Ggp B. Miller & A. Sanderson	28.06
05/29/09	Cab Fare/Ground Transportation Lowell Thomas	45.00
05/29/09	Cab Fare/Ground Transportation Lowell Thomas	5.00
05/29/09	Cab Fare/Ground Transportation Nelson Jarrell 05/28/09	7.00
05/29/09	Cab Fare/Ground Transportation Nelson Jarrell	45.00
05/29/09	Cab Fare/Ground Transportation Nelson Jarrell	29.45
05/30/09	Parking & Tolls Adam Sanderson	72.00
05/31/09	Airfare Clayton Gring-6/1/2009-CHICAGO - DALLAS	589.70
05/31/09	Other - - VENDOR: Raindance Communications, Inc. Conference Calls 5/31/2009 S Matrenec	28.71
05/31/09	Other - - VENDOR: Raindance Communications, Inc. Conference call month of 5/31 A Sanderson	5.56
05/31/09	Other - - VENDOR: Raindance Communications, Inc. Conference Calls 5/31/2009 B Miller	34.08
05/31/09	Other - - VENDOR: Raindance Communications, Inc. Conference Calls 5/31/2009 J Mesterharm	334.95
05/31/09	Other - - VENDOR: Raindance Communications, Inc. Conference Calls 5/31/2009 J Dischner	96.80
Total Disbursements		64,719.12



Chicago Dallas Detroit Dusseldorf London Los Angeles
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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020192-15

Re: Expenses
Client/Matter # 005717.00118

Disbursement Recap:

Description	Amount
Airfare	24,414.41
Cab Fare/Ground Transportation	6,284.12
Client Meals & Entertainment	100.00
Phone - Internet Access	31.14
Lodging	28,695.86
Meals & Tips	391.60
Other	520.10
Parking & Tolls	1,501.11
Long Distance Calls	41.85
Meals - Engagement Team	2,738.93
Total Disbursements	64,719.12

August 14, 2009

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Re: Post Petition - Financial Advisory
Client: 005717
Inv. No.: 2020797

Federal Tax Id 38-3637158

For Professional Services: June 1, 2009 through June 30, 2009

Current Charges:		Hours	Rate	Amount
Erin Green	Administrative	3.50	170.00	595.00
Deanna J Postlewait	Analyst	6.25	235.00	1,468.75
Jarrin McCreery	Analyst	258.10	260.00	67,106.00
Lowell Thomas	Associate	282.00	265.00	74,730.00
Spencer M Ware	Associate	263.80	365.00	96,287.00
Scott Jarrell	Vice President	208.20	395.00	82,239.00
Clayton Gring	Vice President	228.80	450.00	102,960.00
Michael DeGraf	Vice President	212.80	450.00	95,760.00
Brenda Miller	Director	166.60	510.00	84,966.00
Scott Matrenec	Director	217.50	510.00	110,925.00
Adam Sanderson	Director	237.10	555.00	131,590.50
John Dischner	Director	202.90	595.00	120,725.50
Todd Brents	Managing Director	3.80	730.00	2,774.00
James Mesterharm	Managing Director	190.00	790.00	150,100.00
Total Hours & Fees		<u>2,481.35</u>		<u>1,122,226.75</u>
Less 50% Travel				(49,891.75)
Subtotal				<u>1,072,335.00</u>
Expenses				<u>49,244.65</u>
Total Amount Due				<u>USD 1,121,579.65</u>

Please reference the invoice number noted above on any payment remittance. Thank You.

Send electronic remittance to:

Send check remittance to:

Account Name: AlixPartners, LLP
Account Number: 003-58897
Bank Name: Deutsche Bank
ABA: 021-001-033

AlixPartners, LLP
P.O. Box 5838
Carol Stream, IL 60197-5838

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Project Code	Description	Amount
005717.00100	Post Petition - Financial Advisory	136,160.25
005717.00101	Post Petition - CMS Related Work	1,545.00
005717.00102	Post Petition - Travel billed at 50%	99,783.50
005717.00103	Cash Forecasting/Cash Planning	194,094.50
005717.00105	Business Plan Activities/Cost Reduction	94,807.50
005717.00106	Claims Analysis/Settlement Related Work	20,303.00
005717.00107	Individual Entity Analysis	97,770.00
005717.00110	MOR Reporting	24,942.50
005717.00112	Schedules & SOFAs	181,296.50
005717.00114	Intercompany Review & Analysis	79,096.00
005717.00115	Constituent Communication & Discussion	56,403.50
005717.00116	Financial Analysis	133,581.00
005717.00117	Invoice Preparation	2,443.50
Total Fees Incurred		1,122,226.75

Expenses	Amount
Airfare	16,316.49
Cab Fare/Ground Transportation	7,112.77
Lodging	22,847.18
Meals & Tips	628.87
Other	65.00
Parking & Tolls	397.00
Postage/Messenger/Courier	27.12
Meals - Engagement Team	1,850.22
Total Disbursements	49,244.65

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2020797-1

Re: Post Petition - Financial Advisory
 Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
06/01/09	JAM	Prepare for deposition by ING and Helious.	2.40
06/01/09	JAM	Meet with counsel to discuss preparation for deposition.	4.00
06/01/09	BM	Prepare for, attend and debrief from WIP call. Discuss status of open items with Alix team.	0.80
06/01/09	JAD	Attend staff meeting.	1.50
06/01/09	JAD	Work relating to prepping MD for deposition.	3.50
06/02/09	JAD	Prep MD for deposition.	2.20
06/02/09	JAM	Prepare for and attend deposition regarding motions to dismiss.	10.40
06/02/09	BM	Review mechanics lien, sale and claim settlement motions. Discuss notice procedures with Weil.	2.10
06/02/09	AS	Update to bond report.	1.20
06/03/09	BM	Attend and debrief from WIP call. Debrief with team and discuss open items. Finalize tenant memo and analysis for UCC with GGP and Weil teams.	1.90
06/03/09	JAM	Prepare for and attend WIP call.	0.60
06/03/09	JAD	Prep for and attend meeting regarding intercompanies.	2.50
06/04/09	JAD	Obtain and review info for Miller Buckfire.	1.00
06/04/09	JAM	Attend Mall tours of Staten Island Mall and Woodbridge, review mall operations, meet with employees, travel to and from.	5.00
06/04/09	JAM	Review depo transcript and discuss related analysis.	1.80
06/05/09	JAM	Review response to motion to dismiss and provide comments.	3.00
06/05/09	JAM	Phone call with K&E and GGP Legal to review comments on response to motions to dismiss.	1.30
06/05/09	SJ	Analysis to verify contents of E and F schedules against Trial Balance database.	3.80
06/08/09	BM	Attend and debrief from WIP call. Discuss open items with CMS team.	0.90
06/08/09	JAD	Analysis of guarantees.	0.50

General Growth Properties
Adam Metz, CEO
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Chicago, IL 60606

Invoice # 2020797-1

Re: Post Petition - Financial Advisory
Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
06/08/09	JAM	Prepare for and attend WIP call	1.00
06/08/09	JAM	Review draft of response to motion to dismiss	1.20
06/09/09	AS	Prepare for and meet with GGP accounting staff to review intercompany inputs.	2.00
06/10/09	BM	Discuss and review drafts of schedules and sofas with team. Provide comments and direction for open items.	3.60
06/10/09	AS	Prepare updated version of intercompany analysis.	3.70
06/10/09	AS	Review updated version of intercompany analysis.	3.30
06/10/09	BM	Prepare for, attend and debrief from WIP call. Discuss open items with CMS team.	1.10
06/10/09	BM	Attend and debrief from OCP meeting with GGP team. Discuss payment guidelines and control measures.	1.90
06/10/09	JAM	Prepare for and attend WIP call.	0.60
06/10/09	JAM	Meet with Julie Jones to prepare for testimony on motions to dismiss.	1.20
06/12/09	BM	Attend and debrief from WIP call with CMS team.	0.80
06/13/09	SJ	Modifications to and discussions regarding Intercompany Analysis. Identification of Property Filers and Isolation of Non-Property Filers.	2.80
06/14/09	JAM	Review materials for motions to dismiss hearing and testimony.	0.80
06/15/09	DJP	Review financial documents	6.25
06/15/09	BM	Attend and debrief from WIP call with team.	0.90
06/15/09	EG	Debtor Production Navigant documents - copies of financials and other documents	3.50
06/15/09	JAM	Review and make comments on supplemental declaration.	3.20
06/15/09	JAM	Review motions filed by ING and Helious regarding motions to dismiss.	2.10
06/15/09	JAM	Phone call with COO to discuss project status.	0.60
06/16/09	JAM	Meeting with potential board member	1.40
06/16/09	JAM	Review supplemental declaration and make comments	1.60

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2020797-1

Re: Post Petition - Financial Advisory
 Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
06/16/09	JAM	Meeting with K&E counsel and GC to prepare for testimony in motions to dismiss hearings.	3.20
06/16/09	JAM	Review motions regarding responses to motions to dismiss and review of ING expert report.	2.20
06/16/09	AS	Meetings with GGP personnel, database design and data compilation for the preparation of schedules and sofas.	3.60
06/17/09	JAM	Prepare for and attend hearing on Motions to Dismiss. Time includes travel to and from, preparation for testimony, attendance at hearing, and testimony.	11.00
06/18/09	JAD	Meet with internal counsel regarding various open topics and follow-up.	0.50
06/18/09	JM	Continue to compare various Insider expense reports	1.10
06/18/09	JAM	Review motions to dismiss filed by Met Life	1.30
06/18/09	JAM	Prepare for deposition including development of review package, meeting and discussions with GGP staff.	4.30
06/18/09	BM	Attend and debrief from WIP call with team.	1.20
06/19/09	BM	Attend and debrief from WIP call with team.	1.10
06/19/09	JAM	Prepare for and attend deposition by MetLife.	5.10
06/19/09	JAM	Phone call with Weil to discuss case strategy.	0.60
06/19/09	JAD	Prepare for and attend call with counsel.	1.20
06/22/09	JAD	Prep for and attend WIP call.	1.00
06/22/09	JAM	Attend WIP call.	0.80
06/22/09	JAM	Review analysis regarding data production for hearing with staff.	0.80
06/22/09	JAM	Review declaration and make comments.	1.20
06/22/09	JAD	Work relating to board doc.	4.90
06/23/09	JAM	Meeting with outside counsel regarding plan strategy and property level restructuring.	2.30
06/23/09	JAM	Meet with K&E to prepare for deposition.	5.20
06/23/09	SJ	Weekly Bank data import analysis and summary.	2.30

General Growth Properties
Adam Metz, CEO
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Chicago, IL 60606

Invoice # 2020797-1

Re: Post Petition - Financial Advisory
Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
06/23/09	LT	Update diligence request lists.	1.10
06/24/09	JAM	Prepare for and attend court hearing	8.80
06/24/09	JAD	Work relating to finalizing board doc.	6.20
06/24/09	JAD	Prof call relating to board meeting prep and changes to document.	1.60
06/24/09	AS	Meetings with GGP personnel, database design and data compilation for the preparation of schedules and sofas.	3.90
06/24/09	JM	Gather information for interest rate adjustment analysis.	3.80
06/24/09	AS	Prepare interest rate adjustment analysis.	3.80
06/24/09	AS	Database design for interest rate adjustment analysis.	2.10
06/25/09	JAD	Prepare for and attend board meeting.	2.50
06/25/09	JAD	Attend working group call/meeting.	1.50
06/25/09	JAM	Attend meeting to discuss restructuring process strategy with A. Metz, CEO, T. Nolan, COO, and R. GC.	1.10
06/25/09	JAM	Attend WIP call	0.60
06/25/09	JAM	Call with outside counsel on next steps of restructuring process outline.	1.20
06/25/09	JAM	Interview potential CFO candidate.	1.80
06/25/09	JAM	Discussion with CFO on tax related restructuring issues.	0.60
06/25/09	BM	Prepare for and debrief from WIP call. Discuss open items with team.	1.10
06/26/09	JAD	Work relating to NOI reconciliation.	0.50
06/26/09	JAD	Follow-up regarding interest rate assumptions for 10 year plan.	0.50
06/26/09	JAM	Prepare for and attend call regarding tax issues of restructuring.	3.00
06/26/09	JAM	Phone call with CEO to discuss case related issues.	0.40
06/26/09	AS	Meetings with GGP personnel, database design and data compilation for the preparation of schedules and sofas.	2.60
06/29/09	AS	Prepare and review intercompany reporting.	3.70

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2020797-1

Re: Post Petition - Financial Advisory
 Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
06/29/09	JAD	Work relating to administration of case/review of files.	1.00
06/29/09	JAM	Prepare for and attend WIP call.	0.80
06/29/09	JAM	Meeting with Weil to discuss interest rate meeting, adequate protection, and case strategy.	0.60
06/29/09	JAM	Phone call with potential vendor regarding work on accounting and systems reorganization	0.80
06/30/09	JAM	Meetings and analysis around JV financing issues.	2.10
06/30/09	JAD	Prepare for and attend various meetings with K&E, company and Weil.	6.00
Total Hours			212.55



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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-1

Re: Post Petition - Financial Advisory
Client/Matter # 005717.00100

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	102.00	790.00	80,580.00
John Dischner	38.60	595.00	22,967.00
Brenda Miller	17.40	510.00	8,874.00
Adam Sanderson	29.90	555.00	16,594.50
Scott Jarrell	8.90	395.00	3,515.50
Lowell Thomas	1.10	265.00	291.50
Deanna J Postlewait	6.25	235.00	1,468.75
Jarrin McCreery	4.90	260.00	1,274.00
Erin Green	3.50	170.00	595.00
Total Hours & Fees	212.55		136,160.25



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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-2

Re: Post Petition - CMS Related Work
Client/Matter # 005717.00101

Date	Consultant	Description of Services	Hours
06/02/09	MDD	Review and discussion regarding personal-injury procedures motion	2.20
06/15/09	AS	Prepare for and attend WIP call	1.00
Total Hours			3.20



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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-2

Re: Post Petition - CMS Related Work
Client/Matter # 005717.00101

Fee Recap:

Consultant	Hours	Rate	Amount
Adam Sanderson	1.00	555.00	555.00
Michael DeGraf	2.20	450.00	990.00
Total Hours & Fees	3.20		1,545.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-3

Re: Post Petition - Travel billed at 50%
Client/Matter # 005717.00102

Date	Consultant	Description of Services	Hours
06/01/09	SJ	Travel: ORD <> MSP	2.50
06/01/09	LT	LGA - ORD	5.00
06/01/09	CGG	ORD - DFW	4.00
06/01/09	SMW	Travel to Client	4.50
06/01/09	AS	Travel to client.	4.30
06/01/09	JM	Dallas to Chicago	4.20
06/03/09	SMW	Travel from client	4.50
06/04/09	SJ	Travel EWR <> ORD	4.30
06/05/09	CGG	DFW - ORD	4.00
06/05/09	LT	ORD - LGA	5.00
06/05/09	JM	Travel from Chicago to Dallas	4.60
06/05/09	AS	Travel from client site.	4.10
06/08/09	AS	Travel to client site.	4.40
06/08/09	SJ	Travel EWR <> ORD	4.50
06/08/09	SJ	Delay EWR <> ORD	1.00
06/08/09	SMW	Travel to Client	4.50
06/08/09	JM	Dallas to Chicago	4.20
06/08/09	LT	LGA - ORD	5.00
06/09/09	TBB	Travel to Dallas.	3.00
06/11/09	AS	Travel from client.	4.40
06/11/09	JM	Chicago to Dallas	4.60
06/12/09	SMW	Travel from client	4.50
06/12/09	LT	ORD - LGA	5.00
06/12/09	SJ	EWB <> ORD	4.50
06/14/09	SMW	Travel to Client	4.50
06/15/09	SJ	Travel: ORD <> MSP	3.50
06/15/09	CGG	DFW - ORD	4.00
06/15/09	AS	Travel to client.	4.20

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-3

Re: Post Petition - Travel billed at 50%
Client/Matter # 005717.00102

Date	Consultant	Description of Services	Hours
06/15/09	JM	Dallas to Chicago	4.30
06/15/09	JAM	Travel to NY for motions to dismiss hearing and to prepare with K&E.	5.00
06/15/09	LT	LGA - ORD	5.00
06/18/09	JAM	Travel time NY to Chicago from Hearing.	5.00
06/18/09	SMW	Travel from client	4.50
06/19/09	JM	Chicago to Dallas	4.80
06/19/09	JM	Time spent in airport due to storm delays	3.10
06/19/09	SJ	Travel ORD <> EWR. (delay)	3.00
06/19/09	SJ	EWR <> ORD	4.50
06/19/09	LT	ORD - LGA	5.00
06/19/09	CGG	ORD - DFW	4.00
06/19/09	CGG	Travel delays at Chicago - ORD airport following ground stop.	4.00
06/19/09	AS	Travel from client	4.00
06/22/09	JM	Travel from Dallas to Chicago	4.20
06/22/09	JAM	Travel time Chicago to NY for prep and hearing.	5.00
06/22/09	LT	LGA - ORD	5.00
06/22/09	AS	Travel to client.	4.30
06/22/09	CGG	DFW - ORD	4.00
06/22/09	SMW	Travel to Client	4.50
06/24/09	JAM	Travel from NY to Chicago from attending hearing.	5.00
06/25/09	SMW	Travel from client to home.	4.50
06/26/09	JM	Travel from Chicago to Atlanta	4.10
06/26/09	AS	Travel from client	4.00
06/26/09	CGG	ORD - IAH	4.00
06/26/09	LT	ORD - LGA	5.00
06/29/09	SMW	Travel to Client	4.50
06/29/09	JM	Travel from Atlanta to Chicago	4.30



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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-3

Re: Post Petition - Travel billed at 50%
Client/Matter # 005717.00102

Date	Consultant	Description of Services	Hours
06/29/09	LT	LGA - ORD	5.00
06/29/09	SJ	EWR <> ORD	4.50
Total Hours			244.90

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2020797-3

Re: Post Petition - Travel billed at 50%
 Client/Matter # 005717.00102

Fee Recap:

Consultant	Hours	Rate	Amount
Todd Brents	3.00	730.00	2,190.00
James Mesterharm	20.00	790.00	15,800.00
Adam Sanderson	33.70	555.00	18,703.50
Scott Jarrell	32.30	395.00	12,758.50
Clayton Gring	28.00	450.00	12,600.00
Lowell Thomas	45.00	265.00	11,925.00
Spencer M Ware	40.50	365.00	14,782.50
Jarrin McCreery	42.40	260.00	11,024.00
Total Hours & Fees	244.90		99,783.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
06/01/09	CGG	Work with 10-year forecasts forecasts to prepare analysis and satisfy information request from lenders.	3.80
06/01/09	CGG	Prepared 10-year forecasts and R24 forecast mapping to provide to internal and external staff following requests from lenders and creditors committee.	3.20
06/01/09	CGG	Began working with cash model and supporting detail to prepare reporting packet for creditor's committee advisors.	2.60
06/01/09	CGG	Continue to work with 10-year forecasts forecasts to satisfy lender request. Prepared for and met with internal and external staff regarding request and 2009 & 2010 forecasts.	3.10
06/01/09	CGG	Update 10-year forecasts models and prepared reporting package for lenders and their advisors.	1.60
06/01/09	SJ	Import, verify, and analyze weekly Bank data.	2.10
06/01/09	SJ	Imported, verified, and analyzed weekly Automated Clearing House and Check data.	1.80
06/01/09	SMM	Review 13 week cash forecast including comparison of actual performance	3.20
06/01/09	LT	Update checks and Automated Clearing House for week ended 5/29/09.	2.30
06/01/09	LT	Update bank account balances as of 5/29.	1.60
06/01/09	SMW	Assist in the review and development of property level analyses.	3.40
06/01/09	SMW	Review and development of property level analyses.	3.50
06/02/09	LT	Update controlled disbursements for week ended 5/29.	1.20
06/02/09	LT	Update intercompany transfer activity for week ended 5/29.	0.90
06/02/09	SJ	Cleared and Outstanding Checks Analysis.	3.70
06/02/09	SJ	Combination of historical check and Automated Clearing House records into a consolidated archive file.	1.90
06/02/09	CGG	Work with data from internal and external staff to prepare legal entity mapping with 10 year forecast to satisfy request from external financial advisors.	3.20

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
06/02/09	CGG	Continue to work with external staff to prepare legal entity mapping to assist in debt service analysis.	3.40
06/02/09	CGG	Continue to work with cash model and supporting documents to prepare reporting package for creditor committee advisors.	3.70
06/02/09	CGG	Worked with 10 year forecast to prepare additional legal entity mappings to assist debt and 10 year cash forecast.	3.80
06/02/09	CGG	Prepare 13 week cash forecast for various sub entities at the request of internal staff.	2.30
06/02/09	CGG	Prepare for and meet with internal staff to discuss 10 year forecasts.	0.80
06/03/09	SJ	Modify and test source code for analysis searching for ordinary course professionals in combined Bank and Check data.	2.20
06/03/09	SJ	Combination of Bank records into two consolidated archive files. One with suggested classifications, one source data file.	3.80
06/03/09	CGG	Work with information from external staff to satisfy information request from creditor advisors.	3.80
06/03/09	CGG	Finalize GGMI 13 week cash forecast and delivered to external and internal staff upon request.	2.50
06/03/09	CGG	Continue to prepare supporting documentation and schedules to satisfy request from creditors advisors.	3.70
06/03/09	CGG	Prepare for and meet with various members of external staff regarding headquarter cost allocations and management fee forecasts.	2.30
06/03/09	JAM	Review daily cash position.	0.20
06/03/09	SMM	Review 13 week cash forecast	2.80
06/03/09	SMM	Analysis and review of property level forecasts	3.50
06/04/09	SMM	Review 13 week cash projection, including follow-up with GGP management	3.30
06/04/09	JAD	Review 13 week for GGMI and send to counsel.	1.00

General Growth Properties
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Invoice # 2020797-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
06/04/09	CGG	Began preparing adjustments summary and support schedules to satisfy creditor advisor questions.	3.30
06/04/09	CGG	Prepare for and work with legal entity data from internal and external staff to prepare legal entity mapping to satisfy requests from external financial advisors.	4.00
06/04/09	CGG	Finalize legal entity mapping analyses and delivered to external staff for inclusion in cash analyses.	3.90
06/04/09	LT	Update wire payment activity for week ended 5/29.	2.40
06/04/09	LT	Update debt payments for week ended 5/29.	1.90
06/04/09	LT	Prepare summary of all corporate cash activity for week ended 5/29.	1.60
06/05/09	LT	Finalize cash variance analysis for week ended 5/29.	1.90
06/05/09	LT	Investigate negotiated utility payments for week ended 5/29.	0.70
06/05/09	LT	Prepared summary of weekly actual vs. forecasted cash for creditors.	1.80
06/05/09	JAD	Work relating to entity cash flow analysis.	3.50
06/05/09	CGG	Prepare MPC reconciliation and support file at the request of external staff. Delivered to creditors committee.	3.70
06/05/09	CGG	Began preparation of adjustments and reconciliation schedule for net operating cash line in 13 week and 2 year cash forecast at the request of external staff and creditor advisors.	4.00
06/05/09	CGG	Continue preparation of adjustments support schedule at the request of creditor advisors.	4.00
06/05/09	CGG	Finalize adjustments schedule and delivered to external staff for review.	3.70
06/05/09	CGG	Prepare for and participate in meetings with external staff to discuss adjustments schedule and NOI reconciliation.	0.70
06/05/09	SMM	Review and follow-up on 13 week variances for July 31	2.20
06/05/09	SMM	Analysis of 13 week cash forecast to actual results	2.90
06/05/09	SJ	Analysis of checks and bank payments related to ordinary	3.90

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
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Invoice # 2020797-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
		course professionals	
06/06/09	CGG	Prepare for and participated in call with external staff regarding adjustments schedule.	0.40
06/07/09	CGG	Prepare headquarter cost reconciliation schedule and delivered to external staff for review.	3.80
06/08/09	SMW	Review summary of property level cash flows	1.60
06/08/09	SJ	Weekly Checks and Automated Clearing House payments analysis looking for selected accounts. Weekly Bank data analysis classifying transactions.	3.90
06/08/09	CGG	Prepare updated cash forecast in preparation for submission to management team and board.	3.70
06/08/09	CGG	Prepare for and participate in discussions with external staff regarding headquarter cost analysis and materials submitted to creditor's committee.	1.10
06/08/09	LT	Update issued checks and Automated Clearing House for week ended 6/5/09.	1.60
06/08/09	SMM	Review updated 13 week cash forecast	2.80
06/09/09	SMM	Review of updated 13 week cash forecast	2.50
06/09/09	LT	Update controlled disbursements for week ended 6/5/09.	1.20
06/09/09	LT	Update intercompany transfer activity for week ended 6/5/09.	0.80
06/09/09	LT	Update summary cash activity for week ended 6/5/09.	2.10
06/09/09	LT	Update debt payments for week ended 6/5/09.	2.20
06/09/09	LT	Investigate/update wire payments for week ended 6/5/09.	2.40
06/09/09	LT	Call with creditor advisors on actuals vs. forecast and forecast adjustment explanations.	1.10
06/09/09	LT	Update JV activity for week ended 6/5/09.	0.90
06/09/09	CGG	Prepare update cash forecast using actuals data from external staff. Created variance reports and adjusted forecast for timed receipts and disbursements.	2.70
06/09/09	SJ	Import quality control and analysis of Cleared and	3.30

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Re: Cash Forecasting/Cash Planning
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Date	Consultant	Description of Services	Hours
		Outstanding Check files. Determining pre/post petition payments.	
06/10/09	SMW	Assist in the development of property level cash flows and variance analysis related to a select group CMBS debt	3.80
06/10/09	LT	Update cash variance analysis for week ended 6/5/09.	2.10
06/10/09	LT	Investigate certain unidentified wire payments.	1.40
06/10/09	LT	Investigate debt service variance to actual for week ended 6/5/09.	1.50
06/10/09	SMM	Review 13 week cash projections, including discussion regarding variances	2.70
06/10/09	CGG	Prepare for and participate in call with external staff regarding creditor committee requests and cash forecasts.	2.10
06/10/09	CGG	Prepare support schedules and perform research into company forecasts at request of external staff.	2.70
06/11/09	LT	Revise weekly cash variance analysis for week ended 6/5/09.	1.90
06/11/09	LT	Prepare support for debt service forecast	1.70
06/11/09	LT	Investigate/reconcile debt payments for week ended 6/5 (actual vs. forecast).	1.90
06/12/09	LT	Finalize weekly cash variance analysis.	2.50
06/12/09	SMM	Review and investigation of historical cash disbursements	2.40
06/15/09	CGG	Prepare updated cash forecast support for creditor advisors and delivered to external staff for review.	1.80
06/15/09	CGG	Prepare R24 support files and related support files for designated properties requested by creditor advisors.	4.00
06/15/09	CGG	Finalize support file preparation and delivered to external staff at the request of external creditor advisors.	3.20
06/15/09	CGG	Work with external staff regarding actuals reporting to satisfy creditor committee requests.	2.20
06/15/09	SMM	Review updated 13 week cash forecast	3.30
06/15/09	SMW	Assist in the creation of summary level information and comparisons for CMBS debt	4.20

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Date	Consultant	Description of Services	Hours
06/15/09	LT	Prepare support schedules for debt service forecast	1.50
06/15/09	LT	Update issue checks/Automated Clearing House data for week ended 6/12/09.	1.90
06/15/09	LT	Update controlled disbursements for week ended 6/12/09.	1.60
06/15/09	LT	Prepare cumulative actual vs. forecast schedule for creditor advisors.	1.70
06/15/09	SJ	Import and Verification of Automated Clearing House/Check Data.	1.10
06/15/09	SJ	Import and Verify of Bank Data.	2.30
06/16/09	LT	Prepare variance analysis for MPC reporting.	1.20
06/16/09	LT	Update debt payment data for week ended 6/12/09.	2.30
06/16/09	LT	Update miscellaneous disbursements for week ended 6/12/09.	1.50
06/16/09	LT	Update wire payment activity for week ended 6/12/09.	2.10
06/16/09	CGG	Work with cash forecast to produce adjustment support schedules at the request of external creditor advisors.	4.00
06/16/09	CGG	Work with external staff regarding headquarter cost allocation to properties.	1.30
06/16/09	CGG	Continue to produce support schedules for cash model based on request from external creditor advisors.	3.80
06/16/09	CGG	Finalize support schedules for external creditor staff. Prepared delivery packet and prepared for call with advisor staff.	3.90
06/16/09	SMM	Review annual cash forecast, including follow-up with GGP management	3.20
06/17/09	SMM	Review 13 week cash forecast	3.20
06/17/09	SMM	Review cash forecast assumptions, including corporate costs	2.40
06/17/09	LT	Update MPC cash activity for week ended 6/12/09.	1.10
06/17/09	LT	Update JV cash activity for week ended 6/12/09.	0.90
06/17/09	LT	Prepare summary of cash activity for week ended 6/12/09.	2.30
06/17/09	LT	Revise cash variance analysis for week ended 6/5/09.	1.40

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Re: Cash Forecasting/Cash Planning
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Date	Consultant	Description of Services	Hours
06/17/09	LT	Investigated MPC reporting capability.	0.80
06/17/09	CGG	Continue to prepare support schedules for cash model. Delivered schedules to creditor advisors upon request.	2.30
06/17/09	CGG	Assist external staff in actuals reporting with respect to master planned communities. Prepared for and met with external staff regarding accounting systems and reporting capabilities.	2.70
06/17/09	CGG	Prepare for and work with external staff to answer questions posed by creditor advisors regarding cash forecast items.	3.10
06/17/09	SJ	Import and analysis of Post petition Cleared and Outstanding Checks.	3.10
06/18/09	JAD	Prep for and attend discussion regarding interest rates.	1.50
06/18/09	JAD	Review items relating to post-petition Accounts Payable process.	0.30
06/18/09	CGG	Work with external staff to satisfy data requests from property level debt holders.	3.20
06/18/09	CGG	Prepare property level NOI allocation model at the request of external financial advisors. Delivered to external staff for review.	3.10
06/18/09	CGG	Continue to build support files for Metlife properties in preparation for deposition.	2.90
06/18/09	LT	Investigate wire payment/miscellaneous disbursement activity for week ended 6/12/09.	2.20
06/18/09	LT	Meeting with company on MPC reporting capabilities.	1.20
06/18/09	LT	Prepare sample MPC bank account data for April and May.	2.10
06/18/09	CGG	Prepare for and participate in actuals reporting meeting with internal and external staff.	0.90
06/18/09	CGG	Prepare support documentation regarding creditor advisor requests. Deliver to external staff for review.	2.10
06/18/09	SMM	Review property cash forecast	3.30
06/19/09	CGG	Work with external staff to update actuals schedules based on information from internal staff. Deliver to external and	1.80

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Re: Cash Forecasting/Cash Planning
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Date	Consultant	Description of Services	Hours
		internal staff to facilitate actuals reporting on a weekly basis.	
06/19/09	SMM	Analysis and discussion of historical cash activity	2.90
06/19/09	SMM	Review and analysis of cash forecast	3.20
06/19/09	LT	Finalize cash variance analysis for week ended 6/12/09.	1.60
06/19/09	JAD	Work relating to scenario analyses for financial models.	3.50
06/21/09	SJ	Weekly Check and Automated Clearing House data import analysis and summary.	1.10
06/22/09	LT	Update summary of bank account balances.	1.40
06/22/09	LT	Organize support schedules for secured interest in DIP forecast filed with court.	2.40
06/22/09	LT	Revise summary of MPC bank account activity.	2.10
06/22/09	LT	Update checks and Automated Clearing House data for week ended 6/19/09.	2.20
06/22/09	SMM	Review of updated 13 week cash forecast	2.80
06/22/09	CGG	Work with R24 forecast to update reconciliation files provided to creditor advisors.	3.20
06/22/09	CGG	Finalize update of reconciliation files and delivered to external staff for review.	2.30
06/22/09	CGG	Update MPC actuals detail to further progress made on MPC actuals reporting by internal staff.	1.90
06/22/09	CGG	Prepare for and participate in meeting with internal staff regarding R24 entity mapping for future forecasts produced by internal staff.	1.80
06/22/09	CGG	Work with 10 year forecast and prepare mapping and ownership file at the request of external staff.	2.10
06/22/09	JAM	Review daily cash position	0.10
06/23/09	SMM	Analysis and discussion of revenue sensitivity with GGP management	3.20
06/23/09	CGG	Begin preparation of property level cash flow analysis at the request of external staff. Analysis to be used for adequate protection update.	3.40

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Date	Consultant	Description of Services	Hours
06/23/09	CGG	Finalize by property cash flow analysis for adequate protection. Prepare reconciliation to R24 reports and deliver to external staff.	3.60
06/23/09	CGG	Prepare revenue at risk analysis and reconciliation at the request of external staff.	1.70
06/23/09	CGG	Prepare update revenue at risk roll up based on updated team by team files from internal staff. Deliver to external staff for incorporation into analysis.	2.30
06/23/09	LT	Update cash activity summary for week ended 6/19/09.	1.50
06/23/09	LT	Update controlled disbursements for week ended 6/19/09.	1.60
06/23/09	LT	Update intercompany activity for week ended 6/19/09.	1.20
06/23/09	LT	Update MPC activity for week ended 6/19/09.	0.80
06/23/09	LT	Investigate miscellaneous disbursements for week ended 6/19/09.	2.00
06/23/09	SMW	Review tenet level forecasts.	2.90
06/23/09	SMW	Begin summarizing tenet level forecasts	3.80
06/24/09	LT	Update wire payment data for week need 6/19/09.	2.20
06/24/09	LT	Update debt payments for week ended 6/19/09.	2.10
06/24/09	LT	Investigate JV activity for week ended 6/19/09.	1.20
06/24/09	LT	Prepare cash variance analysis for week ended 6/19/09.	1.60
06/24/09	CGG	Prepare joint venture forecast report at the request of external staff. Deliver to internal and external staff to facilitate creditor requests.	0.90
06/24/09	CGG	Work with information from internal staff to satisfy questions from external financial advisors regarding ordinary capital and headquarter cost spend. Prepare one off analyses based on 10 year forecast and delivered to external staff for review.	3.70
06/24/09	CGG	Continue to work with external staff regarding revenue at risk calculations and allocations to properties. Provide updated property schedule to external staff review upon receipt of updated information from company.	2.30

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Date	Consultant	Description of Services	Hours
06/24/09	CGG	Continue to review 10 year forecast based on follow up questions from external financial advisors. Work with information from internal staff to prepare 10 year forecast summary schedules.	1.10
06/24/09	CGG	Finalize 10 year HQ cost support schedule and deliver to external staff for review.	2.10
06/24/09	JAD	Work relating to actuals.	2.00
06/25/09	JAD	Attention to cash flows.	0.50
06/25/09	CGG	Work with internal and external staff to determine bonus accrual and 2009 and 2010 forecast.	3.20
06/25/09	CGG	Prepare for and meet with internal staff to review headquarter cost allocations to satisfy questions from external creditor advisors.	1.20
06/25/09	CGG	Work with external staff to prepare NOI reconciliation file at the request of internal management team.	1.20
06/25/09	CGG	Began working with updated cash forecast to update adequate protection analysis at the request of external staff.	3.10
06/25/09	CGG	Prepare for and meet with internal staff regarding 2009 bonus accrual. Followed up on outstanding items with external staff.	2.40
06/25/09	SMW	Review tenant level rent forecasts..	3.10
06/25/09	LT	Investigate income tax forecast and variance to actual payments for week ended 6/19/09.	1.20
06/25/09	LT	Update cash variance analysis to include cumulative cash activity since filing.	1.80
06/25/09	LT	Update real estate and sales & use tax payments for week ended 6/19/09.	1.30
06/25/09	LT	Investigate payroll data for week ended 6/19/09.	1.40
06/25/09	LT	Investigate and verify actual cash receipts for week ended 6/19/09.	1.80
06/25/09	LT	Update GGMI bank activity for week ended 6/19/09.	1.10
06/25/09	SMW	Organize tenant level rent forecasts.	3.90

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Date	Consultant	Description of Services	Hours
06/26/09	CGG	Prepare for and meet with internal staff regarding bonus accrual and other headquarter cost allocations. Update analysis following meetings and deliver to external staff for review.	2.30
06/26/09	LT	Finalize cash variance analysis for week ended 6/19/09.	2.20
06/26/09	LT	Investigate tax consequences associated with sale of Fairwood property.	1.30
06/26/09	CGG	Work with external staff to finalize actuals for the week and deliver to external staff for review.	1.30
06/26/09	CGG	Work with adequate protection analysis and began update process at the request of external staff.	2.40
06/29/09	SMM	Review of 13 week cash forecast	2.60
06/29/09	JAM	Review daily cash position.	0.20
06/29/09	SMW	Summarize and create initial executive summary of the tenant level rent forecasts	3.90
06/29/09	LT	Update issued checks data for week ended 6/26/09.	2.10
06/29/09	LT	Update Automated Clearing House data for week ended 6/26/09.	1.40
06/29/09	LT	Meeting with company on MPC reporting.	0.90
06/29/09	SJ	QC and analyze Automated Clearing House data import and Weekly Bank data.	1.60
06/29/09	SMW	Review the initial executive summary of the tenant level rent forecasts.	3.90
06/29/09	SMW	Update the executive summary of the tenant level rent forecasts.	1.20
06/30/09	LT	Update controlled disbursements for week ended 6/26/09.	1.90
06/30/09	LT	Update intercompany activity for week ended 6/26/09.	1.40
06/30/09	LT	Update debt payments for week ended 6/26/09.	1.70
06/30/09	LT	Investigate/update wire payments for week ended 6/26/09.	2.20
06/30/09	LT	Updated JV activity for week ended 6/26/09.	1.20
06/30/09	LT	Prepare summary of consolidated cash activity for week	2.10

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Re: Cash Forecasting/Cash Planning
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Date	Consultant	Description of Services	Hours
		ended 6/26/09.	
06/30/09	LT	Prepare cash variance analysis for week ended 6/26/09.	1.90
06/30/09	CGG	Work with cash model to roll forecast out one week and prepare updated forecast for DIP lenders.	3.20
06/30/09	CGG	Work with information from external staff to create adequate protection support detail at the request of external staff.	2.80
06/30/09	CGG	Continue to work with cash forecast to prepare adequate protection summary analyses.	3.40
06/30/09	CGG	Work with external staff to produce updated 13 week cash forecast. Deliver forecast to external financial advisors.	2.40
06/30/09	CGG	Work with prior versions of cash forecast and produced reconciliation schedules to update adequate protection analysis. Deliver summary schedules to external staff for inclusion in analysis.	3.80
06/30/09	SJ	Stub period summary for Cash team. Querying of Pre-petition data to validate numbers pre- and post- petition.	2.40
06/30/09	SMM	Review of 13 week cash forecast	2.90
06/30/09	JAD	Prepare for and attend meeting w vp financial services regarding debt/interest forecasts.	1.00
06/30/09	SMW	Prepare for meeting relating to tenet rent forecasts	3.40
06/30/09	SMW	Followed up on points coming out presentation relating to tenet forecasts.	3.90
06/30/09	SMW	Modify the tenant level forecast summary.	2.90
Total Hours			481.90

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Re: Cash Forecasting/Cash Planning
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Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	0.50	790.00	395.00
John Dischner	13.30	595.00	7,913.50
Scott Matrenec	61.30	510.00	31,263.00
Scott Jarrell	38.20	395.00	15,089.00
Clayton Gring	199.00	450.00	89,550.00
Lowell Thomas	120.20	265.00	31,853.00
Spencer M Ware	49.40	365.00	18,031.00
Total Hours & Fees	481.90		194,094.50

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Invoice # 2020797-5

Re: Business Plan Activities/Cost Reduction
Client/Matter # 005717.00105

Date	Consultant	Description of Services	Hours
06/01/09	SMM	Analysis of interest and principal assumptions	2.80
06/01/09	JAM	Meet with A. Metz, CEO to discuss case process and timeline issues regarding property analysis and 10 year property forecasts.	1.10
06/02/09	SMM	Review of debt information	2.70
06/02/09	SMM	Analysis of 10 year cash forecast and legal entity mapping	3.30
06/02/09	SMM	Discussion and review of historical reporting	3.40
06/03/09	JAD	Meeting with financial services regarding business plan and follow-up.	0.90
06/04/09	JAD	Meeting regarding business plan and follow-up work relating to analysis.	1.50
06/04/09	SMM	Analysis of 10 year cash projections, including preparation of presentation	3.20
06/05/09	SMM	Analysis and review of 10 year cash forecast, including discussions with GGP management	3.20
06/08/09	JAD	Review and analyze various land holdings.	1.50
06/08/09	SMM	Review of property level debt information	3.70
06/08/09	SMM	Analysis of 10 year cash projections, including forecasted development	1.30
06/08/09	JAM	Prepare for and attend meeting on corporate re-engineering. Post meeting with A. Metz, CEO to discuss comments.	3.60
06/08/09	JAM	Preliminary meeting to review Atlanta development project.	1.20
06/08/09	JAM	Meeting with National Operations on review of procurement plans for maintenance capital.	1.30
06/09/09	SMM	Analysis of forecasted principal and interest	3.20
06/09/09	JAM	Review 10 year forecast assumptions with budget team, CEO and COO.	2.10
06/09/09	JAD	Prepare for and attend meeting regarding update to 10 year cash flows.	0.90
06/10/09	SMM	Review legal entity structure and related property level information	1.10

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Re: Business Plan Activities/Cost Reduction
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Date	Consultant	Description of Services	Hours
06/10/09	JAD	Value allocation analysis.	3.50
06/10/09	JAD	Prep for and meeting with chief investment officer.	0.60
06/10/09	JAD	Meeting with Behling regarding property analysis.	1.30
06/10/09	JAD	Prep for Fri meeting with GGP and Miller Buckfire	2.50
06/11/09	JAD	Prep for meeting with investment bank and company.	5.10
06/11/09	JAD	Review drafts of presentation materials for company/investment bank meeting.	1.60
06/11/09	JAD	Review plots of debt/noi and maturity.	1.40
06/11/09	SMM	Analysis of 10 year property level cash forecast	3.60
06/12/09	SMM	Analysis of property level long range forecasts	3.70
06/12/09	JAM	Meeting with A. Metz, CEO, T. Nolan, COO and budgeting team to review status and process on forecast changes.	1.20
06/12/09	JAD	Meeting regarding case strategy.	5.00
06/15/09	SMM	Attend meeting and follow-up regarding GGP's capital plan	2.60
06/15/09	JAD	Prep for and meeting regarding interest rates.	2.80
06/15/09	JAD	Analysis of potential claims and development of financial model.	4.00
06/16/09	JAD	Prep for and meeting with Behling.	0.80
06/16/09	JAD	Prep for and attend calls regarding int rate.	1.50
06/16/09	JAD	Meeting with co personnel and others regarding historical rates/spreads.	1.60
06/16/09	JAD	Review summary report info relating to pre-petition CMBS and bank loans.	1.40
06/16/09	JAD	Review and work on financial model.	4.20
06/16/09	SMM	Analysis of project level development expenditures	3.40
06/17/09	SMM	Analysis of property level information, including debt	3.60
06/17/09	JAD	Prep for and meeting with Cushman.	1.90
06/18/09	SMM	Analyze headquarter costs and tax assumptions	3.10
06/18/09	JAD	Work relating to development and review of entity by entity model.	5.00

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Re: Business Plan Activities/Cost Reduction
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Date	Consultant	Description of Services	Hours
06/19/09	JAD	Prepare for and attend meetings relating to secured debt/interest rates.	1.90
06/19/09	JAD	Work relating to entity by entity model.	2.40
06/22/09	SMM	Analysis of forecasted revenue, including certain revenue assumptions	2.60
06/22/09	JAD	Meeting with Behling.	0.80
06/23/09	JAD	Work relating to board deck.	2.10
06/23/09	JAD	MB update meeting.	6.10
06/23/09	JAD	Update engagement MD.	0.50
06/23/09	SMM	Analysis of 10 year cash forecast	2.80
06/23/09	SMM	Review debt information, including forecasted maturities	2.20
06/24/09	SMM	Review 10 year cash forecast, including corporate overhead assumptions	3.40
06/24/09	SMM	Review debt information, including forecasted maturities	2.40
06/24/09	SMM	Review and follow-up regarding historical financial information	2.80
06/26/09	SMM	Review and discuss development projects with GGP management	3.30
06/29/09	SMM	Review and discuss regarding project development information	2.80
06/29/09	JAM	Discuss St. Louis Galleria Nordstrom expansion project, and discuss with CEO.	1.20
06/29/09	JAM	Work on 10 year model assumptions and discuss with capital markets group.	1.30
06/29/09	JAD	Preparation for and meeting regarding international operations.	2.50
06/29/09	JAD	Prepare for and attend meeting regarding development.	2.00
06/29/09	JAD	Discussion and analysis regarding interest rates.	1.00
06/29/09	JAD	Work relating to summarizing 10 year forecast.	2.00
06/30/09	JAM	Prepare for and attend corporate reorganization presentations.	5.90

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Re: Business Plan Activities/Cost Reduction
Client/Matter # 005717.00105

Date	Consultant	Description of Services	Hours
06/30/09	JAM	Update discussion with team around value allocation model, claims discussion, 10 year model assumption and interest rate analysis.	1.10
06/30/09	SMM	Review 10 year cash forecast, including certain assumptions	2.70
Total Hours			163.20

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Re: Business Plan Activities/Cost Reduction
Client/Matter # 005717.00105

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	20.00	790.00	15,800.00
John Dischner	70.30	595.00	41,828.50
Scott Matrenec	72.90	510.00	37,179.00
Total Hours & Fees	163.20		94,807.50

General Growth Properties
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Invoice # 2020797-6

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Date	Consultant	Description of Services	Hours
06/01/09	BM	Respond to and research various pre-petition payment questions from GGP team. Review and prepare for discussion regarding OCP motion and payment of OCP post-petition amounts.	1.60
06/01/09	BM	Review and provide update on utility deposit payments made. Research critical vendor numbers with GGP team.	0.90
06/02/09	BM	Attend OCP payment discussion with GGP team. Debrief and research any OCP providers in payment history and discuss with team.	1.90
06/03/09	BM	Review and discuss additional detail and memo for new tenant agreement with Weil and GGP teams.	0.90
06/03/09	BM	Attend and debrief from OCP meeting with GGP team.	1.20
06/03/09	BM	Follow up on various outstanding questions regarding OCP motion and post-petition payment process.	1.40
06/04/09	BM	Discuss and review payment cap report for pre-petition payments. Research vendors not appearing on report. Follow up on open issues regarding OCP.	2.10
06/08/09	BM	Discuss and review pre-petition payment terms with GGP and Alix teams. Discuss tenant allowances and employee related issues.	2.80
06/09/09	BM	Discuss payment cap report with GGP team and compare to outstanding and original first day motion reports.	1.90
06/09/09	JAM	Meeting with National Operations to review benefits of centralized procurement and vendor planning.	1.60
06/11/09	BM	Review payment history for pre-petition amounts and any other amounts granted from first day motion. Discuss with team.	1.80
06/12/09	BM	Research various questions from client and attorneys regarding payments and creditor matrix.	1.60
06/16/09	BM	Review and discuss OCP analysis. Prepare analysis of impacted vendors. Review updated thresholds and new options based on email from R. Feit.	2.30
06/23/09	BM	Discuss and review analysis of open Accounts Payable and	3.20

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2020797-6

Re: Claims Analysis/Settlement Related Work
 Client/Matter # 005717.00106

Date	Consultant	Description of Services	Hours
		accrued tenant obligations by property.	
06/23/09	BM	Discuss and review first day motion payment cap report.	1.20
06/25/09	BM	Research and review creditor matrix questions from client. Review and look into pre-petition payments and reporting.	2.10
06/26/09	JAM	Review analysis related to claims by creditor and discuss with internal and external counsel.	1.80
06/26/09	BM	Review first day motion payment cap report and discuss updates with GGP team.	1.70
06/29/09	JAM	Review and discuss debtor claim analysis.	1.10
06/30/09	JAM	Review and discuss entity claims analysis	0.80
06/30/09	BM	Prepare for and attend discussion regarding claims process with GGP and legal teams. Discuss and review contracts data provided by legal team.	2.10
06/30/09	BM	Prepare updated first day motion payments listing and discuss with team.	0.90
Total Hours			36.90



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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-6

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	5.30	790.00	4,187.00
Brenda Miller	31.60	510.00	16,116.00
Total Hours & Fees	36.90		20,303.00

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2020797-7

Re: Individual Entity Analysis
 Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
06/02/09	SMM	Review and compilation of information for ING/WF	3.10
06/03/09	MDD	Analysis of legal entity structure and asset/debt-flow analysis. Mapped all entities to one of five "parent" entities or entity types.	1.80
06/04/09	MDD	Analysis of legal entity structure and asset/debt-flow analysis. Mapped all entities to one of five "parent" entities or entity types.	3.90
06/04/09	AS	Review and update GGP entity mapping database.	3.20
06/04/09	AS	Prepare analysis to build entity waterfall percentage table.	4.20
06/04/09	AS	Review and troubleshoot entity waterfall percentage table.	3.80
06/04/09	SMM	Review May property level results	1.80
06/05/09	AS	Review and troubleshoot entity waterfall percentage table.	2.60
06/05/09	AS	Review and update ownership matrix.	1.60
06/08/09	MDD	Analysis of pre-petition accounts payable amounts and secured lien holders by mall and legal entity	3.90
06/09/09	MDD	Analysis of pre-petition accounts payable amounts and secured lien holders by mall and legal entity	3.70
06/09/09	AS	Prepare for and meet with GGP treasury staff to review property and entity mapping.	0.80
06/09/09	AS	Prepare and review property and entity mapping updates.	3.80
06/09/09	SMM	Review and follow-up related to special purpose entity (SPE) information	2.60
06/10/09	SMM	Additional review and follow-up on SPE information	3.40
06/10/09	MDD	Analysis of pre-petition accounts payable amounts and secured lien holders by mall and legal entity	1.20
06/11/09	SMM	Review and follow-up SPE information	3.80
06/11/09	AS	Update properties file.	1.50
06/12/09	SMM	Discussion and follow-up with outside counsel regarding SPE litigation	3.20
06/13/09	SMM	Review and follow-up regarding ING document production requests	3.30

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Invoice # 2020797-7

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
06/14/09	SMM	Review and discussions with outside counsel regarding SPE requests	1.40
06/15/09	SMM	Prepare SPE information	2.70
06/15/09	MDD	Analysis and review of information pertaining to mechanics liens and the treatment/priority of the liens, correspondence	2.80
06/15/09	MDD	Analysis of pre-petition accounts payable amounts and secured lien holders by mall and legal entity	1.10
06/15/09	AS	Prepare update to property database table	3.80
06/15/09	AS	Prepare backup of property table.	0.80
06/15/09	AS	Review updated property table.	1.40
06/16/09	AS	Review and update to database for legal entity table.	1.20
06/16/09	MDD	Analysis of pre-petition accounts payable amounts and secured lien holders by mall and legal entity	2.80
06/16/09	SMM	Review and follow-up regarding MetLife information requests	2.70
06/16/09	MDD	Analysis and review of information pertaining to mechanics liens and the treatment/priority of the liens, correspondence	3.90
06/17/09	MDD	Analysis and review of information pertaining to mechanics liens and the treatment/priority of the liens, correspondence	2.60
06/17/09	MDD	Analysis of pre-petition accounts payable amounts and secured lien holders by mall and legal entity	1.90
06/17/09	AS	Update to database for property table.	2.20
06/18/09	MDD	Analysis and review of information pertaining to mechanics liens and the treatment/priority of the liens, correspondence	1.50
06/18/09	SMM	Review and follow-up on MetLife property related information	3.40
06/19/09	MDD	Analysis and review of information pertaining to mechanics liens and the treatment/priority of the liens, correspondence	2.20
06/19/09	MDD	Analysis of pre-petition accounts payable amounts and secured lien holders by mall and legal entity	3.30
06/19/09	SMM	Review and follow-up on MetLife related financial	1.30

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Invoice # 2020797-7

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
		information	
06/19/09	SJ	Modify and provide a file containing Critical Vendor payments by property.	2.10
06/19/09	BM	Discuss analysis by property and tenant with Alix team. Review analysis and discuss additional pieces of information to add.	2.70
06/21/09	SJ	Analyze Open A/P for payments to different buckets of interest. File Version 4	3.70
06/22/09	SMM	Review and follow-up regarding MetLife information requests	3.20
06/22/09	BM	Review analysis of unsecured creditors by property and type. Discuss with team.	2.90
06/22/09	MDD	Analysis of pre-petition accounts payable amounts and secured lien holders by mall and legal entity	3.80
06/22/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file	2.50
06/22/09	JM	Gather and format information for individual entity analysis input into database.	3.90
06/22/09	JM	Input and analyzed data for individual entity analysis review	3.60
06/23/09	JM	Input and analyze data for interest rate adjustment analysis of debt reporting	3.90
06/23/09	MDD	Analysis of mechanics liens filed amounts versus outstanding amounts in accounts payable file, correspondence	0.50
06/23/09	JM	Continue to input/analyze data for individual entity analysis review and reporting	3.70
06/23/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file	3.90
06/23/09	MDD	Analysis of pre-petition accounts payable amounts and secured lien holders by mall and legal entity	3.90
06/23/09	SJ	Import and handling of Open AP analysis file. Version 5. Modifications to queries to account for new data and report	3.80

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Invoice # 2020797-7

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
		out summary level counts and amounts by property.	
06/23/09	SJ	Changes to Open AP analysis	1.10
06/24/09	BM	Review and discuss analysis by property for unsecured creditors.	3.80
06/24/09	SJ	Respond to various email communications from Alix team.	1.30
06/24/09	MDD	Analysis of pre-petition accounts payable amounts and secured lien holders by mail and legal entity	3.90
06/24/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file	2.30
06/24/09	JM	Continue to work on interest rate adjustment analysis reporting	1.40
06/24/09	JM	Input and analyzed data for interest rate adjustment analysis of debt reporting	3.50
06/25/09	JM	Input and analyze data for interest rate adjustment analysis of debt reporting	3.70
06/25/09	MDD	Analysis of mechanics liens filed amounts versus outstanding amounts in accounts payable file, correspondence	2.10
06/25/09	JM	Continue to critique and format interest rate adjustment output	1.40
06/25/09	JM	Continue to input/analyze data for interest rate adjustment analysis review and reporting	3.60
06/25/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file	3.90
06/25/09	MDD	Analysis of pre-petition accounts payable amounts and secured lien holders by mail and legal entity	3.70
06/25/09	BM	Review tenant allowance analysis by legal entity. Discuss and draft disclosures to include.	4.20
06/25/09	SJ	Respond to various email communications from Alix team.	1.20
06/26/09	SJ	Respond to various email communications from Alix team.	1.10
06/26/09	MDD	Analysis of pre-petition accounts payable amounts and secured lien holders by mail and legal entity	3.40

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Invoice # 2020797-7

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
06/26/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file	2.10
06/26/09	JM	Continue to input/analyze data for interest rate adjustment analysis review and reporting	2.10
06/26/09	JM	Input and analyze data for interest rate adjustment analysis of debt reporting	3.90
06/27/09	JM	Break down analysis of critical vendor debt	2.30
06/29/09	JM	Interest rate adjustment analysis input and review	3.90
06/29/09	JM	Continue to make modifications and review interest rate adjustment analysis of debt	3.70
06/29/09	MDD	Analysis of potential creditors by legal entity and property incorporated accrued expenses, updating analysis	3.90
06/29/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, tenant allowances (TAs) and tax data, discussed analysis with Alix team	3.90
06/30/09	MDD	Analysis of potential creditors by legal entity and property incorporated accrued expenses, updating analysis	3.70
06/30/09	JM	Broke out summary in interest rate adjustment analysis to include Real Estate Tax into more than one category	1.10
Total Hours			224.50



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Invoice # 2020797-7

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Fee Recap:

Consultant	Hours	Rate	Amount
Scott Matrenec	35.90	510.00	18,309.00
Brenda Miller	13.60	510.00	6,936.00
Adam Sanderson	30.90	555.00	17,149.50
Michael DeGraf	84.10	450.00	37,845.00
Scott Jarrell	14.30	395.00	5,648.50
Jarrin McCreery	45.70	260.00	11,882.00
Total Hours & Fees	224.50		97,770.00

General Growth Properties
Adam Metz, CEO
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Chicago, IL 60606

Invoice # 2020797-8

Re: MOR Reporting
Client/Matter # 005717.00110

Date	Consultant	Description of Services	Hours
06/01/09	AS	Prepare and review monthly operating report.	1.80
06/02/09	AS	Meeting with Ed Hoyt and Scott Nelson regarding bankruptcy reporting.	1.00
06/06/09	AS	Review stub period cash disbursement file.	1.80
06/08/09	AS	Review updated stub period cash disbursement file.	1.60
06/09/09	JAD	Discussion w staff re intercos and reporting for MORs.	0.60
06/09/09	AS	Prepare Schedule V for MOR.	3.60
06/09/09	AS	Prepare and review updated note for MOR's	1.90
06/10/09	JAD	Work relating to MORs and interco.	0.50
06/12/09	AS	Work on finalizing MOR.	3.10
06/12/09	AS	Review updated version of MOR.	0.70
06/12/09	JAM	Review invoices and gather invoices for Monthly Operating Reports (MORs).	2.10
06/16/09	SJ	Start of QC of contents of letters generated for the Treasury Department.	0.90
06/16/09	AS	Prepare and review reporting for MOR.	3.60
06/17/09	SJ	Start of QC of contents of letters generated for the Treasury Department.	2.60
06/17/09	SJ	QC of contents of letters generated for the Treasury Department.	0.90
06/18/09	SJ	QC of code to generate letters for the Treasury Department.	0.80
06/18/09	SJ	File comparison of three Mall Names files to identify properties that are not listed in a listing of Unencumbered Entities and in the Open A/P.	3.20
06/18/09	AS	Prepare and review schedules for monthly operating report.	3.50
06/19/09	SJ	QC of Letters generated for the Treasury Department.	1.20
06/19/09	SJ	Separate both Orem Street and Riverside Plaza properties into four separately reported properties for future reporting.	3.20
06/22/09	AS	Prepare and review UST fee calculation.	2.20
06/22/09	JAM	Follow up on professional fee estimates for MOR.	0.40

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Invoice # 2020797-8

Re: MOR Reporting
Client/Matter # 005717.00110

Date	Consultant	Description of Services	Hours
06/23/09	AS	Prepare for and meet with Scott Nelson regarding MOR related items.	1.70
06/25/09	AS	Prepare for and meet with unsecured creditors committee regarding MOR.	2.00
06/26/09	AS	Follow up meeting with GGP personnel regarding MOR.	1.20
06/26/09	JAD	Call regarding MORs and payables.	0.50
06/26/09	JAD	Prepare for and attend meeting regarding MORs.	0.80
Total Hours			47.40



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Invoice # 2020797-8

Re: MOR Reporting
Client/Matter # 005717.00110

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	2.50	790.00	1,975.00
John Dischner	2.40	595.00	1,428.00
Adam Sanderson	29.70	555.00	16,483.50
Scott Jarrell	12.80	395.00	5,056.00
Total Hours & Fees	47.40		24,942.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
06/01/09	JM	Input SOFAs/Schedules into database	3.40
06/01/09	JM	Formatted various reports within SOFA/Schedule database to fit GGP	3.70
06/01/09	JM	Correspondence with client about various SOFA/schedule input sheets	1.60
06/01/09	JM	Separate new SIDS data for appropriate entry into SOFA/Schedule db	0.60
06/01/09	BM	Review and discuss Schedules information and database with team.	1.10
06/01/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-25	3.10
06/01/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-28, office equipment, furnishings and supplies.	3.80
06/01/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-29, machinery, fixtures, equipment and supplies used in the business	3.20
06/01/09	AS	Review and prepare bank statement summary data.	3.10
06/02/09	AS	Prepare schedules and sofa reporting.	3.10
06/02/09	AS	Prepare status report on schedules and sofas to review with client.	2.70
06/02/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-29, machinery, fixtures, equipment and supplies used in the business	2.30
06/02/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-28, office equipment, furnishings and supplies.	2.80
06/02/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-25	3.80
06/02/09	BM	Discuss and review schedules database modifications with team. Respond to various client questions regarding information required for various schedules.	2.40

General Growth Properties
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Invoice # 2020797-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
06/02/09	SJ	Troubleshooting of scheduling database.	3.60
06/02/09	JM	Analyze and Input SOFA/Schedules into database (DB).	3.90
06/02/09	JM	Format reports in database and printed test schedules	3.80
06/02/09	JM	Review/Input SOFAs and schedules into database	2.80
06/03/09	JM	Printed available schedules to PDF to QC	3.60
06/03/09	JM	Corresponded with various GGP employees regarding SOFA/Schedule input sheets	1.70
06/03/09	JM	Review/Input SOFA and schedule data	3.80
06/03/09	JM	Update Schedules checklist and redistributed it	1.20
06/03/09	BM	Attend and debrief from schedules and claims discussion with GGP and Weil teams. Begin to review and provide comments on various schedules of data collected.	2.80
06/03/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-25	3.70
06/03/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-28, office equipment, furnishings and supplies.	2.70
06/03/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-29, machinery, fixtures, equipment and supplies used in the business	2.80
06/03/09	AS	Prepare bank statement summary.	2.80
06/03/09	AS	Coordinate GGP bank statements	3.70
06/03/09	AS	Prepare for and attend meeting with Tim Callahan regarding closed bank accounts and bank statements.	2.20
06/03/09	AS	Prepare 90 day payment analysis.	3.80
06/04/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-29, machinery, fixtures, equipment and supplies used in the business	3.70
06/04/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-28, office equipment, furnishings and supplies.	3.80

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Invoice # 2020797-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
06/04/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-25	3.30
06/04/09	SJ	Analysis to verify contents of schedules and SOFAs against Trial Balance database for Schedules/SOFAs that are complete.	2.10
06/04/09	JM	Correspond with GGP employees about various SOFA/Schedule input	1.40
06/04/09	JM	Filled in J.D. Edwards (JDE) Mall number blanks for Schedule B-2	0.70
06/04/09	JM	Review/Input SOFAs/Schedules into database	3.90
06/04/09	JM	Print various schedule reports for review	2.70
06/04/09	JM	Reformat schedule/SOFA reports based on criteria available	3.80
06/04/09	JM	Add LID boxes to each report for easier QC	0.80
06/05/09	JM	Input and review SOFA/Schedules spreadsheets	3.10
06/05/09	JM	Revise schedules to incorporate GGP comments.	2.10
06/05/09	SJ	Analysis to verify contents of B schedules against Trial Balance database for B Schedules that are complete.	1.90
06/05/09	BM	Attend and debrief from WIP call. Discuss schedules open items and review draft documents for various schedules and SOFAs.	3.80
06/05/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-25	3.40
06/05/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-28, office equipment, furnishings and supplies.	2.30
06/05/09	MDD	Analysis and review of detailed fixed asset register to identify asset descriptions for Schedule B-29, machinery, fixtures, equipment and supplies used in the business	2.70
06/05/09	AS	Prepare 90 day payment analysis.	2.20
06/07/09	JM	Review feedback for SOFA/Schedule formatting	0.80
06/08/09	JM	Made changes to various schedule reports based on new	3.90

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Invoice # 2020797-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
		information	
06/08/09	JM	Input/review SOFA/schedule data	3.70
06/08/09	JM	Print SOFA/Schedules for review process	1.30
06/08/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.70
06/08/09	BM	Discuss schedules and information provided with Alix team. Review and provide comments regarding same.	3.10
06/08/09	SJ	Analysis of code underlying the Schedule database to account for data updates.	1.10
06/08/09	SJ	Review of Ordinary Course Professionals analysis. Document modifications and begin edits.	2.10
06/08/09	AS	Prepare for and met with GGP personnel regarding 90 day payments.	1.70
06/08/09	MDD	Review of accounting director information for each legal entity for SOFA 19, correspondence	3.30
06/09/09	MDD	Review of accounting director information for each legal entity for SOFA 19, correspondence	3.10
06/09/09	AS	Review updated Schedule D file.	0.80
06/09/09	BM	Discuss and request information for Schedule 3c with GGP and Alix teams. Prepare updated template and examples. Discuss various other schedules and formats with Alix team.	2.70
06/09/09	BM	Continue to review and research open items for schedules with GGP team.	0.80
06/09/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.90
06/09/09	JM	Update to schedules D-1 and E-1	2.30
06/09/09	JM	Make revisions to various schedule reports	3.70
06/09/09	JM	Correspondence with various GGP employees about Schedule data	2.60
06/09/09	JM	Print new schedule report PDFs for QC purposes	3.10

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Invoice # 2020797-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
06/10/09	JM	Input and reviewed SOFA/Schedule data	3.30
06/10/09	JM	Update B-Lead sheet with appropriate descriptions	0.80
06/10/09	JM	Made updates to schedule reports based on new information	2.30
06/10/09	JM	Correspond with various GGP employees regarding SOFA/Schedule data	1.40
06/10/09	JM	Update schedules checklist and redistribute	1.10
06/10/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.90
06/10/09	SJ	Respond to various Alix and GGP email requests.	1.10
06/10/09	BM	Follow up on missing information and reconciling differences for various schedules. Discuss with team.	1.70
06/10/09	TBB	Discuss logistics for printing/review of SOFAS with Dallas staff.	0.80
06/10/09	AS	Prepare and review schedules and sofa status.	1.10
06/10/09	AS	Discussion with treasury regarding collateralized property.	0.70
06/10/09	AS	Prepare property listing. Map within current JDE and property database.	3.80
06/10/09	MDD	Review of accounting director information for each legal entity for SOFA 19, correspondence	3.70
06/10/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	1.30
06/11/09	AS	Meet with GGP personnel regarding payments in lieu of taxes.	1.00
06/11/09	AS	Review updated status of schedules and sofas.	3.10
06/11/09	BM	Discuss and review schedules drafts from team. Provide comments and updates.	3.90
06/11/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	2.40
06/11/09	MDD	Review and analysis of all utility-company security deposits	1.60

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Invoice # 2020797-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
		in regards to Schedule B	
06/11/09	JM	Correspondence with GGP employees over various Schedules data questions	2.10
06/11/09	JM	Revisions to Schedule data based on updates	2.60
06/11/09	JM	Reviews/Quality check (QC) Schedule PDFs	3.10
06/12/09	JM	Make updates/modified schedules checklist	1.60
06/12/09	BM	Research various creditor notice list questions and other schedules questions for Weil and FTI. Discuss with team.	1.20
06/12/09	BM	Follow up on outstanding information for Schedules. Update checklist. Prepare revised version of Global Notes and set up meeting to discuss with GGP Legal.	1.20
06/15/09	JM	Add new descriptions to B-18 schedule	1.70
06/15/09	JM	Check for duplicates in E-2 data	1.10
06/15/09	JM	Add additional info to SOFA 21 for clarity	0.70
06/15/09	JM	Update format of several schedule reports based on criteria available	2.70
06/15/09	JM	Print and review schedule PDFs for QC	3.10
06/15/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	2.30
06/15/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.90
06/16/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.80
06/16/09	AS	Prepare for and meet with Kirkland and GGP personnel regarding insurance items.	1.30
06/16/09	AS	Database design work on 90 day payments.	3.20
06/16/09	JM	Sent PDF output of schedules to appropriate parties for reviewing purposes	3.20
06/16/09	JM	Remove duplicative schedule E-4 data	1.40

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
06/16/09	JM	Made appropriate revisions to schedules based on feedback	3.90
06/16/09	JM	Correspondence to GGP employees about Schedule data inquiries	2.20
06/16/09	JM	Input SOFA/Schedules data into db	1.20
06/16/09	BM	Prepare for and attend schedules discussion with G. Hayes. Discuss and review schedules drafts with Alix team and send for review by GGP team members.	3.40
06/17/09	JM	Made appropriate schedule data changes based on feedback	3.70
06/17/09	JM	Create SOFA 3c report layout based on available criteria	1.40
06/17/09	JM	Print various updated schedules to PDF output for additional review	2.70
06/17/09	JM	Compare and reconcile multiple Insider expense statements for SOFAs.	3.20
06/17/09	AS	Meetings with GGP personnel, database design and data compilation for the preparation of schedules and sofas.	3.80
06/17/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.90
06/17/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	1.70
06/17/09	BM	Discuss schedules and claims process with M. Chaffee. Debrief with team. Continue to review insider payments and schedules from HC and AP teams.	2.20
06/17/09	BM	Follow up on various schedules questions and continue to review information provided. Review drafts of completed schedules from team and obtain sign off from GGP business owners.	2.90
06/18/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	2.80
06/18/09	AS	Database design regarding 90 day payment data.	3.70
06/18/09	JM	Correspondence with various GGP employees about	2.70

General Growth Properties
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Invoice # 2020797-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
		SOFA/schedule PDF output data	
06/18/09	JM	Prepare and send out revised schedule output PDFs for review	1.30
06/18/09	JM	Revise multiple reports and schedule data based on feedback	3.10
06/18/09	JM	Prepare new reports for initial review	1.90
06/18/09	JM	Input and review SOFA/Schedule data	1.10
06/18/09	BM	Review and continue to follow up on various schedules data provided with GGP and Weil teams.	2.90
06/18/09	BM	Discuss schedules timeline and summary with Alix teams. Begin to revise and prepare updated Schedules summary for review by client.	2.40
06/19/09	BM	Review updated drafts of Schedules and provide comments and feedback.	3.10
06/19/09	JM	Prepare new schedule output PDFs for review	2.30
06/19/09	JM	Create B-13 and B-14 org chart	2.10
06/19/09	AS	Meetings with GGP personnel, database design and data compilation for the preparation of schedules and sofas.	3.90
06/19/09	AS	Review status of schedules and sofas.	2.70
06/19/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing correspondence	2.70
06/22/09	AS	Prepare for and meet with Tim Callahan regarding 90 day payments.	1.80
06/22/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.90
06/22/09	JM	Quality check and enter schedule/SOFA data into database	1.70
06/22/09	BM	Revise and update Schedules summary. Prepare sample of template for attachments and discuss with team.	2.80
06/22/09	BM	Prepare for and debrief from WIP call with Alix team. Discuss open items and status of schedules and SOFAS.	1.90

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Invoice # 2020797-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
06/23/09	JM	Correspond with GGP employees about various SOFA/Schedule data	1.40
06/23/09	JM	Quality check and enter schedule/SOFA data into database	3.60
06/23/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.80
06/23/09	BM	Discuss schedules process and lender documents with restructuring team.	0.60
06/23/09	AS	Prepare and review open AP analysis.	3.50
06/23/09	AS	Update to AP database structure.	2.60
06/23/09	AS	Data review for schedules and sofas.	2.10
06/24/09	BM	Discuss and review draft schedules with team. Discuss progress and follow up on various outstanding items.	3.70
06/24/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.90
06/24/09	JM	Quality checked and entered in schedule/SOFA data into database	3.40
06/24/09	JM	Correspond with GGP employees about various SOFA/Schedule data	1.10
06/25/09	JM	Correspond with GGP employees about various SOFA/Schedule data	1.30
06/25/09	AS	Meetings with GGP personnel, database design and data compilation for the preparation of schedules and sofas.	3.50
06/25/09	JM	Quality checked and entered in schedule/SOFA data into database	3.90
06/25/09	AS	Prepare interest rate adjustment analysis.	4.00
06/25/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.90
06/25/09	BM	Review and discuss schedules data and progress. Update tracking summary with GGP team.	3.10

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Invoice # 2020797-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
06/25/09	BM	Respond to questions regarding open items on schedules. Review updated drafts of schedules.	3.30
06/26/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.10
06/26/09	BM	Discuss and respond to inquiries regarding contracts for Schedules and other specific Schedules and SOFAs.	2.40
06/26/09	AS	Prepare interest rate adjustment analysis.	3.30
06/29/09	JM	Create summaries of schedule/SOFA data for review	3.40
06/29/09	JM	QC and Input SOFA and schedules into the database	1.30
06/29/09	BM	Prepare for and attend WIP call. Discuss status of and updates to schedules with team.	1.10
06/29/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.80
06/29/09	MDD	Review of SOFA/Schedules database and information collected	2.00
06/29/09	BM	Discuss and review schedules summary with team. Follow up on remaining data with GGP team.	2.90
06/30/09	MDD	Review of SOFA/Schedules database and information collected	3.90
06/30/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	2.80
06/30/09	BM	Discuss and review updated schedules task list with team. Research and follow up on missing information.	2.90
06/30/09	JM	Input and modify SOFA/Schedule data into database	3.80
06/30/09	JM	Correspond with GGP employees about SOFA/Schedule data	1.30
06/30/09	JM	Continue to input SOFA/Schedule data and QC the formatting of the output report	3.90
06/30/09	BM	Review and discuss schedules data and summary attachments with team.	1.20



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

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Invoice # 2020797-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Total Hours 447.00



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

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Invoice # 2020797-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Fee Recap:

Consultant	Hours	Rate	Amount
Todd Brents	0.80	730.00	584.00
Brenda Miller	67.50	510.00	34,425.00
Adam Sanderson	75.20	555.00	41,736.00
Michael DeGraf	126.50	450.00	56,925.00
Scott Jarrell	11.90	395.00	4,700.50
Jarrin McCreery	165.10	260.00	42,926.00
Total Hours & Fees	447.00		181,296.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-10

Re: Intercompany Review & Analysis
Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
06/01/09	JAD	Interco review and reporting for bankruptcy (bk).	0.80
06/01/09	SJ	Import, verify, and analyze revised Intercompany data.	3.50
06/01/09	SJ	Summarize asymmetrical transactions in the revised intercompany data.	1.40
06/01/09	SMW	Discussed additional output form intercompany meetings and discussions.	1.20
06/02/09	JAD	Interco meeting and prep.	1.80
06/02/09	JAD	Review interco detail.	2.00
06/02/09	AS	Prepare database reporting for intercompany analysis.	3.70
06/03/09	JAM	Prepare for and attend meeting to discuss intercompany accounting and issues surrounding their impact on restructuring process.	2.30
06/03/09	JAD	Work relating to understanding analysis of funds flow by entities and intercos.	4.10
06/03/09	SMW	Update and circular analysis on status of intercompany and trial balance discrepancies.	2.70
06/03/09	SJ	Edited and modified memo and support for Intercompany memo. Ran queries against data to verify results.	3.90
06/04/09	JAD	Work relating to interco and entity analysis.	5.30
06/05/09	JAD	Review status of intercos.	0.60
06/08/09	SMM	Discuss intercompany reporting information with internal team	3.40
06/08/09	JAD	Attention to intercos, including meetings with IT.	1.50
06/08/09	AS	Review and report on intercompany transaction detail.	3.80
06/08/09	AS	Database design work on intercompany transaction analysis.	2.50
06/09/09	SJ	Analysis of intercompany spend for 76 properties having a loan to value ratio greater than a certain threshold.	3.20
06/09/09	SJ	Review results of with Alix team members on loan-to-value (LTV). Modified and reworked the analysis based on findings from meeting.	2.30
06/09/09	JAD	Review interco analysis (pre and post).	2.00

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Invoice # 2020797-10

Re: Intercompany Review & Analysis
Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
06/10/09	SJ	Continuation of the ordinary course professionals analysis. Analyze to limit for Filers, Post-petition only.	3.10
06/10/09	SJ	Parse out and Import property table from treasury containing lists of collateral mall codes.	3.20
06/10/09	SJ	Import and quality control of revised April Intercompany data.	3.80
06/10/09	SJ	Query and analyzed revised April Intercompany data.	3.70
06/10/09	JAD	Call with Youngman regarding intercos.	0.50
06/11/09	JAD	Work relating to analysis of org structure/legal entities/intercos.	3.00
06/11/09	AS	Prepare and review updated intercompany analysis.	3.40
06/11/09	SJ	Clean up property listing based on conversation with GGP personnel.	2.90
06/11/09	SJ	Query and analyze revised April Intercompany data.	1.40
06/11/09	SJ	Analyze further revised April Intercompany pivot.	3.80
06/11/09	SJ	Meet with GGP personnel regarding Property to JDE mapping.	1.10
06/12/09	JAD	Call with Weil regarding interco reporting.	0.60
06/12/09	SJ	Intercompany Reciprocity Analysis. Creation and Verification of Intercompany Property Pivot and Legal Entity Pivot.	3.10
06/12/09	SJ	OCP Analysis modifications for most recent week of Check and Automated Clearing House data.	2.10
06/12/09	AS	Prepare post-petition intercompany analysis.	2.70
06/12/09	AS	Design review structures for post-petition intercompany analysis.	1.60
06/15/09	JAD	Analysis regarding legal entities, intercos, properties.	1.70
06/15/09	JAD	Review historical transactions.	0.60
06/15/09	SJ	Verify Intercompany for Property and non-Property Filers	1.10
06/15/09	SJ	Respond to various GGP team requests to modify analyses (OCP, Intercompany).	2.20

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Re: Intercompany Review & Analysis
Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
06/15/09	SJ	Create multiple formats of documentation to explain Intercompany detail from the monthly total down to the Property Filer/ Non-property Filer designation.	3.10
06/15/09	AS	Prepare updated intercompany report.	3.30
06/16/09	SJ	QC of Intercompany balance at the petition date	2.60
06/16/09	SJ	Intercompany balance calculation (by mall) as of the petition date.	3.20
06/16/09	SJ	Summary of post-petition balance by property for generation of letters for the Treasury Department.	2.20
06/16/09	JAD	Work relating to review of interco activity.	0.60
06/16/09	SJ	Respond to various AlixPartners team member requests and emails.	1.10
06/17/09	SJ	Compilation of Intercompany Balances for Filing Properties.	2.80
06/17/09	AS	Prepare intercompany reporting for secured debt holders.	3.60
06/17/09	AS	Review data for intercompany reporting for secured debt holders.	2.90
06/18/09	SJ	Intercompany Balances for Filing Properties, quality control and verification.	3.10
06/18/09	SJ	Compilation of Intercompany Balances for Filing Properties.	3.10
06/19/09	JAM	Review of intercompany value allocation analysis and discussion with team regarding comments	1.30
06/22/09	AS	Review May intercompany entries and relationships.	3.60
06/22/09	JAD	Follow-up relating to intercos.	1.20
06/23/09	AS	Review May intercompany entries.	1.80
06/26/09	JAD	Work relating to follow-up regarding intercos and cash.	0.80
06/26/09	SJ	Intercompany data receipt, import, and initial analysis.	3.10
06/29/09	SJ	Intercompany data summary for May.	3.70
06/29/09	SJ	May Intercompany (v1) data receipt, import, and analysis.	3.40
06/29/09	SJ	May Intercompany (v1) pivot validation and analysis	3.80
06/30/09	AS	Prepare and review intercompany reporting.	3.80

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Invoice # 2020797-10

Re: Intercompany Review & Analysis
 Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
06/30/09	JAD	Prepare for and attend meeting with attorneys regarding intercompanies.	1.90
06/30/09	SJ	May Intercompany (v2) pivot validation and analysis. Emails and discussions with Alix and company personnel to understand changes.	3.10
06/30/09	SJ	May Intercompany (v1) lookup table creation and Legal Entity lookup.	2.30
06/30/09	SJ	Schedules meeting with Alix personnel. Debrief from meeting to get Intercompany data into appropriate format for inclusion in schedules.	3.40
Total Hours			166.40

General Growth Properties
 Adam Metz, CEO
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 Chicago, IL 60606

Invoice # 2020797-10

Re: Intercompany Review & Analysis
 Client/Matter # 005717.00114

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	3.60	790.00	2,844.00
John Dischner	29.00	595.00	17,255.00
Scott Matrenec	3.40	510.00	1,734.00
Adam Sanderson	36.70	555.00	20,368.50
Scott Jarrell	89.80	395.00	35,471.00
Spencer M Ware	3.90	365.00	1,423.50
Total Hours & Fees	166.40		79,096.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-11

Re: Constituent Communication & Discussion
Client/Matter # 005717.00115

Date	Consultant	Description of Services	Hours
06/01/09	JAD	Respond to various creditor requests.	0.60
06/01/09	JAD	Cash questions for FTI.	0.50
06/01/09	JAD	Prep for and attend FTI call.	0.50
06/01/09	JAD	Review FTI questions and respond.	1.30
06/01/09	BM	Review and discuss tenant allowance lease modifications with GGP teams. Debrief and coordinate discussion with UCC. Discuss other information to gather to provide to FTI.	1.80
06/01/09	BM	Attend and debrief from discussion with FTI regarding tenant lease modifications. Discuss schedules requested and review with GGP team. Discuss Schedules and SOFAs with Alix team and update tracking information based on current status.	3.10
06/01/09	SMM	Correspondence and review with external advisor information requests	3.60
06/01/09	JAM	Review Unsecured Creditor's Committee (UCC) requests and discuss with team process for responding.	1.60
06/01/09	LT	Update diligence request lists.	1.20
06/02/09	BM	Review revised tenant allowance notices and agreements. Discuss with GGP and FTI. Debrief with team.	2.30
06/02/09	BM	Review and discuss with GGP and Weil teams new tenant bankruptcy stipulation. Follow up on outstanding questions from FTI discussion yesterday.	1.80
06/03/09	BM	Discuss and review additional tenant lease amendments and other notices for the UCC with Weil and GGP teams.	1.80
06/03/09	JAM	Prepare for and attend pre meeting regarding call with UCC advisors.	2.10
06/03/09	JAM	Prepare for and attend call with UCC advisors regarding entering into extension of JV loan at Perimeter Mall.	1.20
06/03/09	JAD	Prep for meeting with HLHZ.	0.80
06/03/09	JAD	Follow-up call with UCC advisors and notes.	1.10
06/03/09	JAM	Meet with A. Metz, CEO to discuss issues regarding UCC advisor discussions.	0.30

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Invoice # 2020797-11

Re: Constituent Communication & Discussion
Client/Matter # 005717.00115

Date	Consultant	Description of Services	Hours
06/04/09	BM	Review and discuss tenant allowance deals with GGP team in preparation for discussion with UCC.	1.60
06/04/09	BM	Review and finalize new tenant allowance notices for UCC with GGP team.	1.20
06/05/09	LT	Update diligence request lists.	1.20
06/05/09	BM	Participate in discussion with FTI and GGP teams regarding various tenant payments over threshold. Debrief with team to collect and gather any additional information requested.	1.80
06/05/09	SMW	Prepare diligence packages related to the cash flow model.	3.20
06/05/09	SMW	Summarized, updated, and review and a package for the Unsecured Creditors Committee.	4.10
06/05/09	SMW	Critiqued a package for the Unsecured Creditors Committee.	3.20
06/05/09	BM	Respond to various questions regarding pre-petition payments. Follow up on remaining outstanding questions regarding tenant allowances with FTI. Review additional questions and set up call for Monday morning with GGP.	2.40
06/06/09	SMM	Review of cash forecast information and correspondence with UCC advisors	3.40
06/08/09	JAM	Communications with UCC advisors preparing agenda and schedule for meeting.	0.80
06/08/09	BM	Prepare for and participate in discussion with FTI regarding tenant allowance memos. Compile responses and review adequate protection documentation. Debrief with Alix team regarding cash treatment in forecast.	1.60
06/08/09	LT	Update diligence tracking lists for recent requests	1.10
06/09/09	BM	Review questions from FTI regarding tenant leases and deals. Discuss responses and prepare additional information pursuant to request.	2.90
06/09/09	BM	Discuss employee related issues with J. Dischner and R. Feit. Finalize tenant discussions with FTI and GGP teams.	2.10
06/09/09	JAD	Discussions w GGP counsel regarding severance info and forward to FTI.	0.80

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Invoice # 2020797-11

Re: Constituent Communication & Discussion
Client/Matter # 005717.00115

Date	Consultant	Description of Services	Hours
06/09/09	JAD	Prep for meeting with UCC advisors.	0.50
06/09/09	SMM	Correspondence and follow-up to UCC requests	1.90
06/09/09	JAM	Meeting to prepare for UCC meeting with capital team.	1.90
06/09/09	JAM	Meeting with Investment Team on asset sale progress and preparing for UCC presentation.	1.80
06/09/09	JAM	Review of Atlanta project materials for UCC meeting.	1.40
06/10/09	JAD	Prep for and meeting with creditors.	1.80
06/10/09	JAM	Prepare for and attend meeting with UCC advisors to review status of asset sales, Brazil JV, financing efforts on JVs, review of capital projects and Atlanta specialty leasing project.	6.10
06/10/09	LT	Update diligence tracking lists.	1.00
06/11/09	SMW	Assist company in coordinating their supporting information related to debt balances and how the debt related to specific assets.	3.70
06/12/09	JAD	Attend meeting with FTI regarding intercos.	1.10
06/12/09	LT	Update diligence request lists.	1.20
06/15/09	BM	Discuss and review tenant obligation notices for FTI. Set up meeting with team.	1.60
06/15/09	SMM	Prepare and respond to external information request	3.20
06/16/09	BM	Review and analyze tenant obligation notices with GGP team. Prepare for and attend discussion with FTI. Debrief with FTI regarding process.	3.10
06/16/09	LT	Update diligence request lists.	1.20
06/17/09	CGG	Prepare for and participated in call with external creditor advisors.	1.80
06/17/09	BM	Respond to and research questions from FTI regarding agreement modifications. Research and discuss payments made for first day motions with GGP and Alix teams.	1.80
06/17/09	LT	Update diligence request lists.	1.00
06/19/09	LT	Update diligence request lists.	1.10

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Invoice # 2020797-11

Re: Constituent Communication & Discussion
 Client/Matter # 005717.00115

Date	Consultant	Description of Services	Hours
06/19/09	SMM	Correspondence and follow-up with FTI regarding cash forecast	2.50
06/22/09	BM	Attend and debrief from tenant termination notice meeting with GGP and FTI.	1.10
06/22/09	JAM	Meet with A. Metz, CEO to discuss board materials.	0.50
06/25/09	SMW	Assist in compiling property level diligence	0.80
06/25/09	JAM	Prepare for and attend Board of Directors (BOD) Meeting.	2.70
06/26/09	LT	Update diligence request lists.	1.10
06/26/09	BM	Review and respond to questions from FTI regarding tenant obligations. Continue to discuss and review analysis of creditors by legal entity.	2.80
06/29/09	LT	Update diligence request lists.	1.20
06/30/09	BM	Discuss motions and notice issues with FTI.	0.90
Total Hours			107.80



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

General Growth Properties
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Chicago, IL 60606

Invoice # 2020797-11

Re: Constituent Communication & Discussion
Client/Matter # 005717.00115

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	20.40	790.00	16,116.00
John Dischner	9.00	595.00	5,355.00
Scott Matrenec	14.60	510.00	7,446.00
Brenda Miller	35.70	510.00	18,207.00
Clayton Gring	1.80	450.00	810.00
Lowell Thomas	11.30	265.00	2,994.50
Spencer M Ware	15.00	365.00	5,475.00
Total Hours & Fees	107.80		56,403.50

General Growth Properties
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Invoice # 2020797-12

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
06/01/09	LT	Investigate interest rate assumptions for debt model.	1.30
06/01/09	LT	Prepare legal entity mapping summary for property roll up model.	1.50
06/01/09	LT	Prepare summary of filer debt	3.10
06/01/09	LT	Update NOI/Net cash flow	2.20
06/01/09	SMM	Meeting and follow-up with internal joint venture team	2.20
06/01/09	JAD	Work relating to debt summary by legal entity.	2.30
06/02/09	JAD	Prep for and meeting with IT department regarding analyses and reports.	1.20
06/02/09	JAD	Meeting regarding adequate protection.	1.00
06/02/09	JAD	Work relating to debt schedule requested by counsel.	3.20
06/02/09	SMW	Review debt analysis of filed entities regarding CMBS entities.	2.30
06/02/09	SMW	Review and update debt analysis of filed entities for legal ownership	3.90
06/02/09	SMW	Review debt analysis including ownership structure	2.80
06/02/09	SMW	Create debt summary and review procedures.	2.50
06/02/09	SMW	Began outlining debt model matrix.	1.80
06/02/09	LT	Work on summary of filing entity debt	1.40
06/02/09	LT	Update mapping of filer debt to legal entity.	3.20
06/02/09	LT	Update legal entities to break out indemnity deed of trust (IDOT) structures.	1.40
06/02/09	LT	Meeting with Company to discuss mezz debt/CMBS debt.	1.10
06/02/09	LT	Review/update legal entity org charts; prepared binder with updated charts.	3.10
06/02/09	LT	Investigate inconsistencies in legal entity mapping.	2.40
06/02/09	LT	Update property roll up model with new property forecasts.	2.50
06/02/09	LT	Summarize JV property forecasts to reflect at share amounts.	2.00
06/02/09	SMM	Analysis of GGMI historical and projected performance	1.40
06/03/09	LT	Investigate inconsistencies in legal entity mapping.	2.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-12

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
06/03/09	LT	Update property roll up model with new property forecasts.	3.10
06/03/09	LT	Summarize debt model by property to incorporate into property roll up model.	2.80
06/03/09	LT	Add debt service payments by property to property roll up model.	2.10
06/03/09	LT	Summarize net cash flow by property	1.60
06/03/09	SMW	Review and develop debt matrix in order to outline priority by property and cross collateralized instrument.	4.10
06/03/09	SMW	Review and update summary of issues related to debt analysis.	0.80
06/03/09	SMM	Meeting and follow-up regarding project development forecasts	2.60
06/04/09	JAD	Review metric and other info for legal team responding to movants.	1.20
06/04/09	SMW	Review, update and summarize the debt priority by legal entity and cross collateralized facility.	3.90
06/04/09	SMW	Update a debt priority matrix by legal entity and cross collateralized facility.	3.70
06/04/09	LT	Prepare summary of NOI, debt balance, cap rates.	2.80
06/04/09	LT	Prepare reconciliation of R24 debt payments to forecasted debt payments	1.80
06/05/09	SMW	Review the debt priority by legal entity, cross collateralized facility, mezzanine, CMBS, and other debt.	4.30
06/08/09	SMW	Review and update an summary value allocation model	4.20
06/08/09	JAD	Attention to entity by entity analysis.	3.50
06/08/09	JAD	Analysis of properties 2010 projected net operating income (NOI).	2.20
06/08/09	JAD	Analysis/discussion regarding severance payments.	0.50
06/08/09	JAD	Analysis of claims and liens by entity.	0.50
06/08/09	SMW	Review underlying property level analyses in preparation for document production and summary analyses.	2.30

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Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
06/08/09	LT	Revise debt model; updated LIBOR forecast, updated mezz debt legal entity mapping; updated Goldman P&I.	2.80
06/08/09	LT	Update preliminary cash flow allocation analysis.	2.10
06/09/09	LT	Pull together various data from company to satisfy creditor advisor requests.	1.80
06/09/09	LT	Organize supporting models for NOI/Net cash flow analysis	1.30
06/09/09	SMW	Assist with the development of a debt model.	3.90
06/09/09	SMW	Start developing management fee review on a by property basis.	1.70
06/09/09	SMW	Review and correct company's net present value (NPV) and NOI calculations on a project.	2.30
06/09/09	SMW	Assist in the development value allocation model.	4.60
06/09/09	JAD	Work relating to entity by entity analysis.	4.30
06/09/09	JAD	Analysis of JDE codes and model.	1.20
06/10/09	SMW	Review and correct return on investment (ROI) and NPV analysis.	1.30
06/10/09	SMW	Review management fees and management fee allocations strategies, including comparing and contrasting different allocation methodologies.	2.90
06/10/09	SMM	Analysis of development capital	3.10
06/10/09	SMW	Assist in the continued development of the value allocation model.	4.30
06/10/09	SMW	Review documents and develop outline for completing analysis on and presentation on debt multiples by asset class.	1.40
06/10/09	LT	Prepare supporting data for debt service forecast	2.30
06/10/09	LT	Investigate calculation of Tucson debt service in January R24 report.	1.40
06/10/09	LT	Investigate calculation of Stonestown debt service in January R24 report.	1.10
06/10/09	LT	Summarize recent changes to debt model and open items to be discussed in meeting with company.	1.30

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Re: Financial Analysis
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Date	Consultant	Description of Services	Hours
06/10/09	LT	Revise reporting capabilities of debt forecast model.	2.00
06/10/09	JAM	Meeting with internal team to review project ranking analysis and discuss analysis required for Friday presentation.	2.30
06/11/09	LT	Meeting with company on status of debt model and open items.	1.30
06/11/09	LT	Revise debt model to reflect at share amounts for JV debt.	2.10
06/11/09	LT	Assisted with document production requests for certain encumbered properties.	2.40
06/11/09	LT	Verify CMBS special servicer information.	1.40
06/11/09	LT	Format debt model to be printed; prepare discussion materials for 6/12 meeting with company.	1.30
06/11/09	LT	Assist with company presentation for 6/12/09.	2.80
06/11/09	SMW	Review documents and develop outline for completing analysis on and presentation on debt multiples by asset class.	1.30
06/11/09	SMW	Construct presentation on debt multiples by asset class.	4.60
06/11/09	SMW	Review, update, and modify presentation on debt multiples by asset class.	4.40
06/11/09	SMW	Review and update the company's presentations related to asset categories.	2.20
06/11/09	SMM	Discussion and follow-up regarding development projects	2.90
06/12/09	LT	Meeting with company on debt model and 10-year forecasting capabilities.	1.10
06/12/09	SMW	Prepare for and attend meeting related to asset strategies.	5.60
06/12/09	JAM	Attend meeting to review company property analysis and restructuring team review of potential capital restructuring approaches.	5.20
06/15/09	JAM	Discussions with team members, GGP staff, and Miller Buckfire on interest rate analysis.	1.40
06/15/09	SMW	Assist in the review and update of summary level information and comparisons for CMBS debt.	3.80

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Re: Financial Analysis
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Date	Consultant	Description of Services	Hours
06/15/09	SMW	Assist with the continued development and refinement of the value allocation model.	4.30
06/15/09	LT	Work on document production requests in advance of deposition.	2.40
06/15/09	LT	Reconcile R24 debt service to forecasted debt service for certain properties	1.40
06/16/09	LT	Verify 2010 NOI/ownership info for value allocation analysis.	2.40
06/16/09	LT	Prepare summary of corporate debt as of 3/31/09.	0.90
06/16/09	LT	Investigate JV retained debt	1.00
06/16/09	SMW	Update the high level debt model.	3.90
06/16/09	SMW	Assist with the review, development, and refinement of a high level debt.	3.70
06/16/09	SMW	Assist with the on-going development and refinement of the value allocation model.	4.10
06/16/09	JAM	Meetings with Miller Buckfire and T. Nolan, COO to discuss restructuring interest rate analysis.	1.40
06/17/09	SMW	Assist with the development and refinement of the high level debt.	3.90
06/17/09	SMW	Refinement of the high level debt model.	3.90
06/17/09	LT	Update NOI/Net cash flow analysis with JV debt service at share.	2.10
06/17/09	LT	Investigate certain corporate debt instruments	1.30
06/17/09	LT	Update amortization assumptions for JV debt in debt model.	1.20
06/17/09	JAD	Work relating to financial model and summary reports.	4.00
06/17/09	JAD	Call relating to US bank.	0.40
06/17/09	JAD	Work relating to interest rate analysis.	2.60
06/17/09	JAD	Analysis of various mall metrics.	1.20
06/17/09	SMW	Development and refinement of the value level debt model.	3.90
06/17/09	SMW	Compare the high level debt to alternative analyses.	1.30

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Re: Financial Analysis
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Date	Consultant	Description of Services	Hours
06/18/09	JAD	Work relating to entity by entity scenario analysis.	2.80
06/18/09	LT	Revise debt model; update interest rate assumptions; update legal entity mapping.	3.10
06/18/09	LT	Work on document production requests; assist with deposition preparation.	1.90
06/18/09	SMW	Update and summarize the high level debt model.	3.80
06/18/09	SMW	Create scenario analysis on the high level debt model.	3.70
06/18/09	SMW	Create summary and review tools related to the high level debt model.	3.80
06/18/09	JAM	Meet with team to discuss value allocation analysis.	1.10
06/22/09	LT	Revise debt model with updated corporate debt information.	1.60
06/22/09	JAD	Review emails.	1.00
06/22/09	JAM	Review interest rate restructuring analysis.	0.60
06/22/09	SMW	Review, update, and add new slides to early draft of presentation to the board of Directors	3.90
06/22/09	SMW	Review and update an early draft of presentation to the board of directors.	1.40
06/22/09	SMW	Assist in compiling property level diligence	3.90
06/22/09	SMW	Continue compiling property level diligence	1.80
06/23/09	SMM	Review compensation plan information with GGP management	2.70
06/23/09	SMW	Work with operations group n the preparation for a presentation for the board of directors.	3.90
06/23/09	SMW	Review and summarize the operations group's management reports in the preparation for a presentation for the board of directors	3.60
06/23/09	LT	Revise debt model with updated amortization assumptions	2.30
06/24/09	LT	Reconcile debt presented in April MOR to other reporting sources.	1.80
06/24/09	LT	Prepare summary of management fees by property	1.30
06/24/09	SMW	Assist in the review and update of a presentation for the	3.80

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Invoice # 2020797-12

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
		board of directors.	
06/24/09	SMW	Review and update a presentation for the board of directors.	3.30
06/24/09	SMW	Review and update a presentation for the board of directors	3.80
06/25/09	SMW	Answer questions related to the board presentation.	2.10
06/25/09	SMM	Review and discussions regarding compensation plan with GGP management	2.30
06/25/09	LT	Update/prepare debt schedule for May MOR with company.	2.20
06/25/09	JAD	Meeting with S Matrenec and Linda Wight regarding NOI.	0.50
06/25/09	JAD	NOI analysis.	2.50
06/25/09	JAD	Review NOI assumptions relating to Cash Value Added (CVA) program.	1.20
06/26/09	JAD	Prepare for and attend meeting regarding taxes.	2.50
06/29/09	SMM	Analysis of joint venture information, including follow-up meeting	3.10
06/29/09	SMM	Analysis of tenant information	2.30
06/29/09	JAM	Phone call with MB to discuss interest rate meeting.	0.70
06/29/09	JAM	Review and discuss value allocation model.	0.80
06/29/09	LT	Meeting with company on new 10-year debt forecast assumptions.	1.10
06/29/09	LT	Revise debt model to reflect new 10-year debt forecast assumptions.	3.30
06/29/09	LT	Prepare variance analysis on updated LIBOR curve forecast.	1.50
06/30/09	SMW	Prepare for, attend, and follow up after meeting relating to model on value allocation upon emergence.	2.30
06/30/09	LT	Meeting with company on debt forecasting assumptions.	1.20
06/30/09	SMM	Analysis and discussion regarding joint venture information	3.60
06/30/09	SMM	Analysis and discussion regarding adequate protection	3.20
Total Hours			342.10



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

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Invoice # 2020797-12

Re: Financial Analysis
Client/Matter # 005717.00116

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	13.50	790.00	10,665.00
John Dischner	39.80	595.00	23,681.00
Scott Matrenec	29.40	510.00	14,994.00
Lowell Thomas	104.40	265.00	27,666.00
Spencer M Ware	155.00	365.00	56,575.00
Total Hours & Fees	342.10		133,581.00

General Growth Properties
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Invoice # 2020797-13

Re: Invoice Preparation
Client/Matter # 005717.00117

Date	Consultant	Description of Services	Hours
06/01/09	JAM	Review invoice and make edits.	0.60
06/08/09	JAM	Review and provide comments on invoices.	1.60
06/11/09	BM	Review fee application and discuss with team.	0.80
06/22/09	JAD	Work relating to time entries.	0.50
Total Hours			3.50



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

General Growth Properties
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Invoice # 2020797-13

Re: Invoice Preparation
Client/Matter # 005717.00117

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	2.20	790.00	1,738.00
John Dischner	0.50	595.00	297.50
Brenda Miller	0.80	510.00	408.00
Total Hours & Fees	3.50		2,443.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
04/20/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
04/21/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
04/23/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
04/23/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. J. Mesterharm	77.01
04/27/09	Airfare Spencer Ware-06/12/09-ORD AND DEN	576.20
04/27/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	72.93
04/27/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
04/28/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
04/29/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
04/30/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
04/30/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
04/30/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	119.34
05/01/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
05/04/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
05/05/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
05/06/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
05/06/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. J. Mesterharm	188.13
05/07/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
05/08/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. B. Miller	93.99
05/11/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	63.75
05/11/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
05/12/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
05/13/09	Airfare Spencer Ware-06/18/08-EWR TO ORD	463.08
05/13/09	Cab Fare/Ground Transportation Michael Degraf	60.00

General Growth Properties
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Invoice # 2020797-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
05/13/09	Meals - Engagement Team Michael Degraf-Dinner .txt-Ggp-Michael DeGraf;Ad am Sanderson;Scott Jarrell;Yusra Alsayyad;Jarrin McCreary	100.00
05/14/09	Cab Fare/Ground Transportation Michael Degraf	68.00
05/14/09	Postage/Messenger/Courier - - VENDOR: Federal Express Corporation	11.87
05/18/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
05/19/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
05/20/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
05/21/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
05/22/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur Clayton Gring	116.50
05/25/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/26/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/26/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
05/26/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur Lowell Thomas	97.75
05/26/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
05/26/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago-5/26/2009-5/27/2009	482.38
05/26/09	Lodging Lowell Thomas-Westin Hotels And Resorts-Chicago-5/26/2009-5/28/2009	723.57
05/26/09	Meals & Tips Nelson Jarrell-Dinner	20.00
05/27/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
05/27/09	Cab Fare/Ground Transportation Michael Degraf	66.65
05/27/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/27/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-5/27/2009	241.19
05/27/09	Lodging Jarrin McCreery-Westin Hotels And Resorts-Chicago-5/26/2009-5/28/2009	723.57

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Invoice # 2020797-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
05/27/09	Meals & Tips Spencer Ware-Dinner 05/26/09	20.00
05/27/09	Meals & Tips Clayton Gring-Dinner	7.23
05/27/09	Meals - Engagement Team Spencer Ware-Dinner-General Growth Properties-Scott Matrenec;Lowell Thomas	60.00
05/28/09	Airfare Nelson Jarrell-6/15/09-EWR <> ORD	277.24
05/28/09	Airfare Nelson Jarrell-6/8/09-EWR<>ORD	400.34
05/28/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
05/28/09	Cab Fare/Ground Transportation Jarrin McCreery	12.00
05/28/09	Cab Fare/Ground Transportation Clayton Gring	10.00
05/28/09	Lodging Nelson Jarrell-Westin Hotels And Resorts-Chicago - 5/26/2009-5/28/2009	723.57
05/28/09	Lodging Adam Sanderson-Westin Hotels And Resorts-Chicago - 5/26/2009-5/28/2009	723.57
05/28/09	Meals & Tips Clayton Gring-Dinner	20.00
05/28/09	Parking & Tolls John Dischner	64.00
05/28/09	Meals - Engagement Team Adam Sanderson-Dinner-General Growth-Adam Sander son;Jarrin McCreery;Scott Jarrell; B Miller	80.00
05/29/09	Airfare Lowell Thomas-6/1/09-LGA-ORD	419.72
05/29/09	Cab Fare/Ground Transportation Nelson Jarrell	25.00
05/29/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
05/29/09	Cab Fare/Ground Transportation Nelson Jarrell	40.25
05/29/09	Cab Fare/Ground Transportation Jarrin McCreery	12.00
05/29/09	Cab Fare/Ground Transportation Jarrin McCreery	39.85
05/29/09	Cab Fare/Ground Transportation - - VENDOR: Executive Car Service, Inc. Todd Brents	104.71
05/29/09	Cab Fare/Ground Transportation Clayton Gring	74.65
05/29/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	66.00
05/29/09	Meals & Tips Lowell Thomas-Dinner	5.80
05/29/09	Other Nelson Jarrell Hotel Staff Gratuity	20.00

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Date	Disbursement Description	Amount
05/29/09	Parking & Tolls John Dischner	31.00
05/30/09	Cab Fare/Ground Transportation Adam Sanderson 05/29/09	45.75
05/30/09	Cab Fare/Ground Transportation Adam Sanderson 05/26/09	34.00
05/30/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
05/30/09	Meals & Tips Lowell Thomas-Dinner	20.00
05/30/09	Meals & Tips Adam Sanderson-Dinner	20.00
05/31/09	Airfare Clayton Gring-6/1/09-CHICAGO - DALLAS	589.70
06/01/09	Cab Fare/Ground Transportation Nelson Jarrell	30.00
06/01/09	Cab Fare/Ground Transportation Nelson Jarrell	48.00
06/01/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/01/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
06/01/09	Cab Fare/Ground Transportation Nelson Jarrell	48.00
06/01/09	Cab Fare/Ground Transportation Nelson Jarrell	30.00
06/01/09	Cab Fare/Ground Transportation Spencer Ware	55.00
06/01/09	Cab Fare/Ground Transportation Adam Sanderson	39.00
06/01/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin Mc Creery	79.20
06/01/09	Cab Fare/Ground Transportation Spencer Ware	12.00
06/01/09	Cab Fare/Ground Transportation Clayton Gring	10.00
06/01/09	Lodging Adam Sanderson-Westin Hotels And Resorts-Chicago - 6/1/2009-6/4/2009	964.76
06/01/09	Other Jarrin McCreery Car service tip	5.00
06/01/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Spencer Ware;Lowell Tho mas;Clayton Gring	35.22
06/01/09	Meals - Engagement Team Adam Sanderson-Dinner-Team-Scott Jarrell;Adam Sa nderson;Jarrin Mccreary;Michael Degraf;Brenda Miller	100.00
06/02/09	Airfare Adam Sanderson-6/8/09-DALLAS-CHICAGO	582.90
06/02/09	Airfare Jarrin McCreery-6/8/09-DFW TO Chicago	608.90

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Date	Disbursement Description	Amount
06/02/09	Cab Fare/Ground Transportation Nelson Jarrell	7.00
06/02/09	Cab Fare/Ground Transportation Nelson Jarrell	8.00
06/02/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
06/02/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/02/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/02/09	Cab Fare/Ground Transportation Adam Sanderson 06/01/09	10.00
06/02/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/02/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/02/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
06/02/09	Cab Fare/Ground Transportation Spencer Ware	5.00
06/02/09	Cab Fare/Ground Transportation Spencer Ware	7.00
06/02/09	Cab Fare/Ground Transportation Clayton Gring	74.65
06/02/09	Cab Fare/Ground Transportation Clayton Gring	10.00
06/02/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago-6/1/2009-6/4/2009	872.44
06/02/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-6/1/2009-6/2/2009	620.86
06/02/09	Lodging Lowell Thomas-Westin Hotels And Resorts-Chicago-6/1/2009-6/4/2009	1,010.92
06/02/09	Lodging Nelson Jarrell-Westin Hotels And Resorts-Chicago -6/1/2009-6/3/2009	723.57
06/02/09	Meals & Tips Nelson Jarrell-Dinner 05/27/09	20.00
06/02/09	Meals & Tips Jarrin McCreery-Dinner	8.14
06/02/09	Meals - Engagement Team Adam Sanderson-Dinner-Scott Jarrell	40.00
06/02/09	Meals - Engagement Team Lowell Thomas-Dinner-Ggp Trs Team-Lowell Thomas; John Dischner;Clayton Gring;Scott Matrenec;Spencer Ware	100.00
06/03/09	Airfare Spencer Ware-06/03/09-ORD AND EWR	854.48
06/03/09	Airfare Spencer Ware-06/29/09-JFK TO ORD	295.60
06/03/09	Cab Fare/Ground Transportation Nelson Jarrell	5.00

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06/03/09	Cab Fare/Ground Transportation Nelson Jarrell	7.00
06/03/09	Cab Fare/Ground Transportation Nelson Jarrell	6.00
06/03/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/03/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
06/03/09	Cab Fare/Ground Transportation Clayton Gring	10.00
06/03/09	Cab Fare/Ground Transportation Spencer Ware	7.00
06/03/09	Cab Fare/Ground Transportation Spencer Ware	5.00
06/03/09	Cab Fare/Ground Transportation Spencer Ware	65.00
06/03/09	Cab Fare/Ground Transportation Spencer Ware	55.00
06/03/09	Cab Fare/Ground Transportation Scott Matrenec	7.00
06/03/09	Cab Fare/Ground Transportation Michael Degraf	64.00
06/03/09	Cab Fare/Ground Transportation Brenda Miller	16.00
06/03/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/03/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-6/3/2009	241.19
06/03/09	Meals & Tips Adam Sanderson-Dinner	20.00
06/03/09	Meals & Tips Michael Degraf-Dinner 06/02/09	13.53
06/03/09	Postage/Messenger/Courier - - VENDOR: US Messenger & Logistics, Inc. Package from AlixPartners to General Growth	15.25
06/03/09	Meals - Engagement Team Jarrin McCreery-Dinner-Ggp-Brenda Miller;Scott Jarren;Jarrin McCreery; Mike DeGraf; S Ware	100.00
06/03/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Clayton Gring	20.00
06/03/09	Meals - Engagement Team Lowell Thomas-Dinner-Ggp Trs Team-Lowell Thomas; Scott Matrenec	40.00
06/04/09	Airfare Clayton Gring-6/4/2009-CHICAGO - HOUSTON	193.10
06/04/09	Airfare Clayton Gring-6/5/09-CHICAGO-DALLAS	402.42
06/04/09	Airfare Spencer Ware-06/22/09-EWR TO ORD	463.08
06/04/09	Cab Fare/Ground Transportation Nelson Jarrell	29.45
06/04/09	Cab Fare/Ground Transportation Nelson Jarrell	5.00
06/04/09	Cab Fare/Ground Transportation Lowell Thomas	11.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
06/04/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/04/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/04/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/04/09	Cab Fare/Ground Transportation Brenda Miller	44.25
06/04/09	Cab Fare/Ground Transportation Michael Degraf	65.15
06/04/09	Cab Fare/Ground Transportation Clayton Gring	10.00
06/04/09	Lodging Jarrin McCreery-Westin Hotels And Resorts-Chicago-6/1/2009-6/4/2009	1,241.72
06/04/09	Parking & Tolls John Dischner	31.00
06/04/09	Meals - Engagement Team Lowell Thomas-Dinner-Ggp Trs Team-Lowell Thomas; Clayton Gring;Spencer Ware;Scott Matrenec;John Dischner	100.00
06/05/09	Airfare Lowell Thomas-6/12/09-ORD-LGA	440.24
06/05/09	Airfare Lowell Thomas-6/5/09-ORD-LGA	398.72
06/05/09	Airfare Lowell Thomas-6/8/09-LGA-ORD	339.72
06/05/09	Cab Fare/Ground Transportation Lowell Thomas	43.25
06/05/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/05/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
06/05/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	66.00
06/05/09	Cab Fare/Ground Transportation Clayton Gring	45.85
06/05/09	Cab Fare/Ground Transportation Adam Sanderson	40.65
06/05/09	Cab Fare/Ground Transportation Clayton Gring	74.65
06/05/09	Meals & Tips Clayton Gring-Dinner	20.00
06/05/09	Other Jarrin McCreery Car service tip	5.00
06/05/09	Meals - Engagement Team Michael Degraf-Dinner-Ggp-Michael DeGraf;Adam Sanderson;Jarrin McCreery	60.00
06/06/09	Meals & Tips Clayton Gring-Dinner	7.23
06/08/09	Airfare Jarrin McCreery-6/15/09-DFW TO CHICAGO	400.21

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Re: Expenses
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Date	Disbursement Description	Amount
06/08/09	Cab Fare/Ground Transportation Nelson Jarrell	39.95
06/08/09	Cab Fare/Ground Transportation Nelson Jarrell	40.00
06/08/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	80.40
06/08/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
06/08/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/08/09	Cab Fare/Ground Transportation Adam Sanderson	31.65
06/08/09	Cab Fare/Ground Transportation Spencer Ware	75.00
06/08/09	Cab Fare/Ground Transportation Spencer Ware	10.00
06/08/09	Cab Fare/Ground Transportation Spencer Ware	50.00
06/08/09	Cab Fare/Ground Transportation Spencer Ware	10.00
06/08/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-6/8/2009	287.35
06/08/09	Meals & Tips Adam Sanderson-Dinner	20.00
06/08/09	Meals & Tips Jarrin McCreery-Dinner	20.00
06/08/09	Meals & Tips Nelson Jarrell-Dinner	20.00
06/08/09	Other Jarrin McCreery Car service tip	5.00
06/08/09	Meals - Engagement Team Lowell Thomas-Dinner-Ggp Trs-Spencer Ware	40.00
06/09/09	Airfare Nelson Jarrell-6/28/09-EWR<>ORD	247.83
06/09/09	Cab Fare/Ground Transportation Nelson Jarrell	7.00
06/09/09	Cab Fare/Ground Transportation Nelson Jarrell	12.00
06/09/09	Cab Fare/Ground Transportation Jarrin McCreery	20.00
06/09/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
06/09/09	Cab Fare/Ground Transportation Spencer Ware	7.00
06/09/09	Cab Fare/Ground Transportation Spencer Ware	7.00
06/09/09	Cab Fare/Ground Transportation Brenda Miller	14.00
06/09/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/09/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-6/9/2009	241.19
06/09/09	Lodging Jarrin McCreery-Sheraton-Chicago-6/8/2009-6/15/2 009	860.26

General Growth Properties
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Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
06/09/09	Meals & Tips Nelson Jarrell-Dinner	20.00
06/09/09	Meals & Tips Jarrin McCreery-Dinner	20.00
06/09/09	Meals & Tips Adam Sanderson-Dinner 06/11/09	14.85
06/09/09	Parking & Tolls John Dischner	31.00
06/09/09	Meals - Engagement Team Spencer Ware-Dinner-General Growth Properties-Lowell Thomas;Spencer Ware	40.00
06/10/09	Airfare Adam Sanderson-6/15/09-DAL-MDW	582.90
06/10/09	Cab Fare/Ground Transportation Nelson Jarrell	9.00
06/10/09	Cab Fare/Ground Transportation Nelson Jarrell	10.00
06/10/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
06/10/09	Cab Fare/Ground Transportation Jarrin McCreery	20.00
06/10/09	Cab Fare/Ground Transportation Adam Sanderson 06/09/09	10.00
06/10/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/10/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/10/09	Cab Fare/Ground Transportation Spencer Ware	7.00
06/10/09	Cab Fare/Ground Transportation Spencer Ware	9.00
06/10/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-6 10/2009	287.35
06/10/09	Meals - Engagement Team Lowell Thomas-Dinner-Ggp Trs-Lowell Thomas;Jim M esterharm;Scott Matrenec	60.00
06/10/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Team-Jarrin McCreery;Br enda Miller;Mike Degraf;Clayton Gring	80.00
06/10/09	Meals - Engagement Team Adam Sanderson-Dinner-General Growth-Adam Sander son;Scott Jarrell	40.00
06/11/09	Cab Fare/Ground Transportation Spencer Ware	7.00
06/11/09	Cab Fare/Ground Transportation Spencer Ware	7.00
06/11/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	66.00
06/11/09	Cab Fare/Ground Transportation Brenda Miller	26.00
06/11/09	Cab Fare/Ground Transportation Adam Sanderson	10.00

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Date	Disbursement Description	Amount
06/11/09	Cab Fare/Ground Transportation Adam Sanderson 06/12/09	30.50
06/11/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/11/09	Cab Fare/Ground Transportation Jarrin McCreery	33.45
06/11/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
06/11/09	Cab Fare/Ground Transportation Nelson Jarrell	19.00
06/11/09	Cab Fare/Ground Transportation Nelson Jarrell	9.00
06/11/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-6/11/2009	241.19
06/11/09	Lodging Lowell Thomas-Westin Hotels And Resorts-Chicago-6/8/2009-6/11/2009	875.44
06/11/09	Lodging Nelson Jarrell-Sheraton-Chicago-6/8/2009-6/17/20 09	882.28
06/11/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Team-Brenda Miller;Scot t Jarrell; M. DeGraf; C. Gring	80.00
06/12/09	Airfare Lowell Thomas-6/15/09-LGA-ORD	329.52
06/12/09	Airfare Lowell Thomas-6/19/09-ORD-LGA	476.84
06/12/09	Airfare Lowell Thomas-6/26/09-ORD-YUL	823.50
06/12/09	Cab Fare/Ground Transportation Nelson Jarrell	10.00
06/12/09	Cab Fare/Ground Transportation Nelson Jarrell	42.00
06/12/09	Cab Fare/Ground Transportation Nelson Jarrell	55.00
06/12/09	Cab Fare/Ground Transportation Lowell Thomas	45.00
06/12/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
06/12/09	Cab Fare/Ground Transportation Spencer Ware	75.00
06/12/09	Cab Fare/Ground Transportation Spencer Ware	60.00
06/12/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/12/09	Cab Fare/Ground Transportation Spencer Ware	12.00
06/12/09	Meals & Tips Jarrin McCreery-Dinner	20.00
06/12/09	Parking & Tolls John Dischner	20.00
06/12/09	Parking & Tolls Adam Sanderson	60.00
06/13/09	Airfare Clayton Gring-6/15/2009-CHICAGO - DALLAS	601.20

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Date	Disbursement Description	Amount
06/14/09	Cab Fare/Ground Transportation Spencer Ware	60.00
06/14/09	Lodging Spencer Ware-Westin Hotels And Resorts--6/14/2009	287.35
06/14/09	Lodging Spencer Ware-Westin Hotels And Resorts--6/13/2009	287.35
06/15/09	Airfare Jarrin McCreery-6/26/09-CHICAGO TO ATLANTA	145.42
06/15/09	Airfare Jarrin McCreery-6/22/09-DFW TO CHICAGO	301.60
06/15/09	Airfare Nelson Jarrell-7/6/09-EWR <> ORD	262.54
06/15/09	Cab Fare/Ground Transportation Nelson Jarrell	40.00
06/15/09	Cab Fare/Ground Transportation Nelson Jarrell	55.00
06/15/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/15/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
06/15/09	Cab Fare/Ground Transportation Spencer Ware	7.00
06/15/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	124.56
06/15/09	Cab Fare/Ground Transportation Spencer Ware	10.00
06/15/09	Cab Fare/Ground Transportation Spencer Ware	40.00
06/15/09	Cab Fare/Ground Transportation Clayton Gring	10.00
06/15/09	Cab Fare/Ground Transportation Adam Sanderson	22.00
06/15/09	Cab Fare/Ground Transportation Adam Sanderson	40.00
06/15/09	Lodging Spencer Ware-Westin Hotels And Resorts--6/15/2009	287.35
06/15/09	Lodging Adam Sanderson-Sheraton-Chicago-6/15/2009-6/18/2 009	1,117.52
06/15/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago- 6/15/2009	218.11
06/15/09	Meals & Tips Jarrin McCreery-Dinner	20.00
06/15/09	Meals & Tips Adam Sanderson-Dinner	20.00
06/15/09	Other Jarrin McCreery Car service tip	5.00
06/15/09	Parking & Tolls John Dischner	31.00
06/15/09	Meals - Engagement Team Lowell Thomas-Dinner-Ggp Trs Team- Clayton Gring; Lowell Thomas;Spencer Ware	60.00
06/16/09	Airfare Adam Sanderson-7/6/09-DAL-ORD	602.90

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Date	Disbursement Description	Amount
06/16/09	Airfare Adam Sanderson-6/22/09-DFW-ORD	806.20
06/16/09	Cab Fare/Ground Transportation Nelson Jarrell	10.00
06/16/09	Cab Fare/Ground Transportation Nelson Jarrell	10.00
06/16/09	Cab Fare/Ground Transportation Nelson Jarrell	9.00
06/16/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
06/16/09	Cab Fare/Ground Transportation Jarrin McCreery	20.00
06/16/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/16/09	Cab Fare/Ground Transportation Clayton Gring	10.00
06/16/09	Cab Fare/Ground Transportation Adam Sanderson	22.00
06/16/09	Cab Fare/Ground Transportation Spencer Ware	7.00
06/16/09	Cab Fare/Ground Transportation Clayton Gring	74.65
06/16/09	Lodging Lowell Thomas-Westin Hotels And Resorts-Chicago-6/16/2009	414.29
06/16/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago-6/15/2009-6/18/2009	1,149.40
06/16/09	Lodging Spencer Ware-Westin Hotels And Resorts--6/16/2009	287.35
06/16/09	Meals - Engagement Team Adam Sanderson-Dinner-General Growth-Brenda Miller;Michael Degraf;Adam Sanderson;Jarrin McCreary ;Scott Jarrell	100.00
06/17/09	Cab Fare/Ground Transportation Spencer Ware	7.00
06/17/09	Cab Fare/Ground Transportation Spencer Ware	7.00
06/17/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/17/09	Cab Fare/Ground Transportation Clayton Gring	10.00
06/17/09	Cab Fare/Ground Transportation Adam Sanderson	20.00
06/17/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/17/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
06/17/09	Cab Fare/Ground Transportation Nelson Jarrell	6.00
06/17/09	Cab Fare/Ground Transportation Nelson Jarrell	10.00
06/17/09	Cab Fare/Ground Transportation Nelson Jarrell	8.00

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Date	Disbursement Description	Amount
06/17/09	Lodging Spencer Ware-Westin Hotels And Resorts--6/18/2009	287.35
06/17/09	Lodging Spencer Ware-319.11--6/17/2009	287.35
06/17/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-6/17/2009	414.29
06/17/09	Meals & Tips Nelson Jarrell-Dinner	20.00
06/17/09	Meals - Engagement Team Jarrin McCreery-Dinner-Ggp-Brenda Miller; Mike DeGraf	60.00
06/18/09	Cab Fare/Ground Transportation Nelson Jarrell	9.00
06/18/09	Cab Fare/Ground Transportation Nelson Jarrell	8.00
06/18/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
06/18/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/18/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/18/09	Cab Fare/Ground Transportation Spencer Ware	50.00
06/18/09	Cab Fare/Ground Transportation Spencer Ware	65.00
06/18/09	Cab Fare/Ground Transportation Spencer Ware	10.00
06/18/09	Cab Fare/Ground Transportation Clayton Gring	10.00
06/18/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-6/18/2009	218.11
06/18/09	Lodging Nelson Jarrell-Sheraton-Chicago-6/15/2009-6/18/2 009	863.20
06/18/09	Lodging Jarrin McCreery-Sheraton-Chicago-6/16/2009-6/18/ 2009	647.40
06/18/09	Meals - Engagement Team Lowell Thomas-Dinner-Ggp Trs Team-Lowell Thomas;Spencer Ware	40.00
06/18/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Clayton Gring;Scott Matrenec	40.00
06/18/09	Meals - Engagement Team Nelson Jarrell-Dinner-Ggp-Jarrin McCreary;Nelson Jarrell;Brenda Miller	60.00
06/19/09	Airfare Clayton Gring-6/19/2009-CHICAGO - HOUSTON	1,218.70
06/19/09	Airfare Lowell Thomas-6/19/09-ORD-LGA	350.64
06/19/09	Airfare Lowell Thomas-6/22/09-LGA-ORD	669.24
06/19/09	Cab Fare/Ground Transportation Nelson Jarrell	10.00

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Date	Disbursement Description	Amount
06/19/09	Cab Fare/Ground Transportation Nelson Jarrell	60.00
06/19/09	Cab Fare/Ground Transportation Nelson Jarrell	44.25
06/19/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/19/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
06/19/09	Cab Fare/Ground Transportation Lowell Thomas	46.35
06/19/09	Cab Fare/Ground Transportation Clayton Gring	54.75
06/19/09	Cab Fare/Ground Transportation Clayton Gring	10.00
06/19/09	Cab Fare/Ground Transportation Adam Sanderson	34.00
06/19/09	Cab Fare/Ground Transportation Clayton Gring	74.65
06/19/09	Meals & Tips Nelson Jarrell-Dinner	20.00
06/19/09	Meals & Tips Jarrin McCreery-Dinner	20.00
06/19/09	Other Nelson Jarrell Hotel Staff Gratuity	20.00
06/19/09	Other Jarrin McCreery Car service tip	5.00
06/19/09	Meals - Engagement Team Lowell Thomas-Dinner-Ggp Trs-Scott Matrenec;Lowell Thomas;Clayton Gring	60.00
06/20/09	Meals & Tips Nelson Jarrell-Dinner	20.00
06/20/09	Meals & Tips Clayton Gring-Dinner	6.66
06/22/09	Airfare Jarrin McCreery-6/29/09-ATLANTA TO CHICAGO	194.42
06/22/09	Airfare Jarrin McCreery-7/10/09-Chicago to Savannah	161.70
06/22/09	Airfare Jarrin McCreery-7/2/09-CHICAGO TO DFW	261.61
06/22/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
06/22/09	Cab Fare/Ground Transportation Jarrin McCreery 06/19/09	51.25
06/22/09	Cab Fare/Ground Transportation Jarrin McCreery	40.65
06/22/09	Cab Fare/Ground Transportation Jarrin McCreery	20.00
06/22/09	Cab Fare/Ground Transportation Adam Sanderson	11.00
06/22/09	Cab Fare/Ground Transportation Clayton Gring	10.00
06/22/09	Cab Fare/Ground Transportation Adam Sanderson	40.00
06/22/09	Cab Fare/Ground Transportation Clayton Gring	74.65

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Date	Disbursement Description	Amount
06/22/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur L. Thomas	97.75
06/22/09	Cab Fare/Ground Transportation Spencer Ware	10.00
06/22/09	Cab Fare/Ground Transportation Spencer Ware	80.00
06/22/09	Cab Fare/Ground Transportation Spencer Ware	45.00
06/22/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-6/22/2009	218.11
06/22/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago-6/22/2009-6/25/2009	872.44
06/22/09	Lodging Adam Sanderson-Sheraton-Chicago-6/22/2009-6/25/2009	872.44
06/22/09	Meals & Tips Adam Sanderson-Dinner	20.00
06/22/09	Meals & Tips Lowell Thomas-Dinner	20.00
06/22/09	Meals & Tips Spencer Ware-Dinner	18.26
06/22/09	Meals & Tips Clayton Gring-Dinner	7.17
06/22/09	Parking & Tolls John Dischner	31.00
06/23/09	Cab Fare/Ground Transportation Michael Degraf	66.35
06/23/09	Cab Fare/Ground Transportation Spencer Ware	7.00
06/23/09	Cab Fare/Ground Transportation Clayton Gring	74.65
06/23/09	Cab Fare/Ground Transportation Spencer Ware	7.00
06/23/09	Cab Fare/Ground Transportation Brenda Miller	23.00
06/23/09	Cab Fare/Ground Transportation Clayton Gring	10.00
06/23/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/23/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/23/09	Cab Fare/Ground Transportation Jarrin McCreery	9.00
06/23/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/23/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
06/23/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-6/23/2009	287.35
06/23/09	Meals - Engagement Team Adam Sanderson-Dinner-Team-Brenda	80.00

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Date	Disbursement Description	Amount
	Miller;Michael Degraf;Adam Sanderson;Jarrin McCreary	
06/24/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
06/24/09	Cab Fare/Ground Transportation Spencer Ware	50.00
06/24/09	Cab Fare/Ground Transportation Jarrin McCreery	20.00
06/24/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/24/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/24/09	Cab Fare/Ground Transportation Clayton Gring	10.00
06/24/09	Cab Fare/Ground Transportation Spencer Ware	16.00
06/24/09	Cab Fare/Ground Transportation Spencer Ware	5.00
06/24/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-6/24/2009	218.11
06/24/09	Parking & Tolls John Dischner 06/23 - 06/24	67.00
06/25/09	Cab Fare/Ground Transportation Spencer Ware	80.00
06/25/09	Cab Fare/Ground Transportation Spencer Ware	12.00
06/25/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/25/09	Cab Fare/Ground Transportation Brenda Miller	19.00
06/25/09	Cab Fare/Ground Transportation Michael Degraf	68.00
06/25/09	Cab Fare/Ground Transportation Clayton Gring	10.00
06/25/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
06/25/09	Cab Fare/Ground Transportation Clayton Gring	10.00
06/25/09	Cab Fare/Ground Transportation Spencer Ware	55.00
06/25/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/25/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
06/25/09	Cab Fare/Ground Transportation Nelson Jarrell	43.35
06/25/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-6/25/2009	321.97
06/25/09	Meals & Tips Lowell Thomas-Dinner	20.00
06/25/09	Parking & Tolls John Dischner	31.00
06/25/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Spencer W	55.00

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Date	Disbursement Description	Amount
	are;John Dischner;Clayton Gring	
06/25/09	Meals - Engagement Team Adam Sanderson-Dinner-Team Gg-Jarrin McCreary;Ad am Sanderson	40.00
06/26/09	Cab Fare/Ground Transportation Lowell Thomas	47.00
06/26/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
06/26/09	Cab Fare/Ground Transportation Adam Sanderson	42.85
06/26/09	Meals & Tips Lowell Thomas-Dinner	20.00
06/26/09	Meals & Tips Clayton Gring-Dinner	20.00
06/26/09	Meals - Engagement Team Michael Degraf-Dinner-Ggp-Michael DeGraf;Adam Sanderson;Jarrin McCreary;Brenda Miller	80.00
06/27/09	Meals & Tips Clayton Gring-Dinner	20.00
06/28/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur L. Thomas	97.75
06/29/09	Airfare Nelson Jarrell-0057448541969-0057448541969	287.04
06/29/09	Airfare Nelson Jarrell-7/20/09-EWR ORD	287.04
06/29/09	Cab Fare/Ground Transportation Nelson Jarrell	43.35
06/29/09	Cab Fare/Ground Transportation Nelson Jarrell	12.00
06/29/09	Cab Fare/Ground Transportation Nelson Jarrell	45.00
06/29/09	Cab Fare/Ground Transportation Clayton Gring	74.65
06/29/09	Cab Fare/Ground Transportation Spencer Ware	150.00
06/29/09	Cab Fare/Ground Transportation Spencer Ware	5.00
06/29/09	Cab Fare/Ground Transportation Spencer Ware	45.00
06/29/09	Lodging Spencer Ware-Sheraton-Chicago-6/29/2009	321.97
06/29/09	Meals & Tips Michael Degraf-Dinner	20.00
06/30/09	Cab Fare/Ground Transportation Spencer Ware	5.00
06/30/09	Cab Fare/Ground Transportation Nelson Jarrell	9.00
Total Disbursements		49,244.65



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2020797-14

Re: Expenses
Client/Matter # 005717.00118

Disbursement Recap:

Description	Amount
Airfare	16,316.49
Cab Fare/Ground Transportation	7,112.77
Lodging	22,847.18
Meals & Tips	628.87
Other	65.00
Parking & Tolls	397.00
Postage/Messenger/Courier	27.12
Meals - Engagement Team	1,850.22
Total Disbursements	49,244.65

September 15, 2009

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Re: Post Petition - Financial Advisory
Client: 005717
Inv. No.: 2021593

Federal Tax Id 38-3637158

For Professional Services: July 1, 2009 through July 31, 2009

Current Charges:		Hours	Rate	Amount
Jarrin McCreery	Analyst	233.70	260.00	60,762.00
Lowell Thomas	Associate	294.80	265.00	78,122.00
Christopher Rubel	Associate	3.20	295.00	944.00
Spencer M Ware	Associate	277.80	365.00	101,397.00
Scott Jarrell	Vice President	252.00	395.00	99,540.00
Clayton Gring	Vice President	303.00	450.00	136,350.00
Michael DeGraf	Vice President	213.90	450.00	96,255.00
Brenda Miller	Director	198.30	510.00	101,133.00
Scott Matrenec	Director	190.20	510.00	97,002.00
Adam Sanderson	Director	212.30	555.00	117,826.50
John Dischner	Director	177.60	595.00	105,672.00
Todd Brents	Managing Director	7.80	730.00	5,694.00
James Mesterharm	Managing Director	181.40	790.00	143,306.00
Total Hours & Fees		<u>2,546.00</u>		<u>1,144,003.50</u>
Less 50% Travel Time				(40,653.50)
Subtotal				<u>1,103,350.00</u>
Less 20% Holdback				(220,670.00)
Expenses				<u>61,546.95</u>
Total Amount Due			USD	<u>944,226.95</u>

Please reference the invoice number noted above on any payment remittance. Thank You.

Send electronic remittance to:

Send check remittance to:

Account Name: AlixPartners, LLP
Account Number: 003-58897
Bank Name: Deutsche Bank
ABA: 021-001-033

AlixPartners, LLP
P.O. Box 5838
Carol Stream, IL 60197-5838

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Project Code	Description	Amount
005717.00100	Post Petition - Financial Advisory	49,437.00
005717.00102	Post Petition - Travel billed at 50%	81,307.00
005717.00103	Cash Forecasting/Cash Planning	221,356.00
005717.00104	DIP Lender Activities	3,743.50
005717.00105	Business Plan Activities/Cost Reduction	113,963.50
005717.00106	Claims Analysis/Settlement Related Work	18,246.50
005717.00107	Individual Entity Analysis	83,901.50
005717.00110	MOR Reporting	7,776.00
005717.00112	Schedules & SOFAs	246,742.00
005717.00114	Intercompany Review & Analysis	87,116.00
005717.00115	Constituent Communication & Discussion	69,221.00
005717.00116	Financial Analysis	156,742.50
005717.00117	Invoice Preparation	4,451.00
Total Fees Incurred		1,144,003.50

Expenses	Amount
Airfare Change Fees	761.00
Airfare	19,938.29
Cab Fare/Ground Transportation	8,624.57
Phone - Internet Access	29.90
Lodging	26,943.00
Meals & Tips	807.33
Other	-186.18
Parking & Tolls	1,905.00
Long Distance Calls	567.96
Meals - Engagement Team	2,136.08
Train	20.00
Total Disbursements	61,546.95

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021593-1

Re: Post Petition - Financial Advisory
 Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
07/01/09	JAM	Review and attend conference call on closing briefs on motions to dismiss.	1.70
07/02/09	JAM	Phone calls with K&E to discuss property level credit agreement issues.	0.60
07/02/09	JAM	Phone call with senior management team to discuss CFO search.	0.50
07/02/09	JAM	Phone calls with internal legal to discuss issues around loan payoff and cash collateral.	1.10
07/06/09	JAM	Prepare for and attend discussion regarding property level credit agreement strategy	1.50
07/06/09	JAM	Discussion with capital markets group on interest rate strategy, loan payoff and amendment issues.	2.10
07/06/09	JAM	Discussion with internal legal regarding review of credit agreements.	0.30
07/07/09	JAM	Discuss and review analysis on vendor balances owed by debtor	0.80
07/08/09	JAM	Prepare for and attend WIP call.	0.80
07/08/09	JAM	Attend meeting to review potential needs on restructuring property loan agreement language and post call with internal counsel to recap.	1.60
07/09/09	JAM	Prepare for and attend meeting with management and advisors regarding restructuring strategy.	1.80
07/11/09	JAM	Prepare for and attend call with advisors on case strategy and time line.	3.00
07/13/09	JAM	Prepare for and attend WIP call	0.80
07/13/09	JAM	Prepare for and attend call to review materials and prepare for restructuring planning meeting.	2.10
07/14/09	JAM	Prepare for and attend tax call to discuss various tax aspects of restructuring with GGP and external tax advisors.	1.20
07/14/09	JAM	Prepare for and attend advisor meeting to review materials for restructuring planning meeting.	2.00
07/14/09	JAM	Review materials and provide comments to advisors related	3.10

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-1

Re: Post Petition - Financial Advisory
Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
		to restructuring planning meeting.	
07/15/09	JAM	Prepare for and attend meeting with COO and advisors to prepare for restructuring planning meeting.	1.10
07/15/09	JAM	Prepare for and attend corporate restructuring planning meeting with company and advisors.	5.90
07/15/09	JAM	Schedule meeting with potential CFO candidate.	0.20
07/15/09	CR	Researching availability of metro/state/regional economic forecast data.	3.20
07/16/09	JAM	Interview potential CFO candidates.	3.00
07/17/09	JAM	Schedule and prepare for discussions with Weil on case strategy including internal AlixPartners discussions with potential additional resources for work streams.	1.70
07/17/09	JAM	Review of "Tenant/Mall" situation with GGP legal.	0.60
07/17/09	JAM	Prepare for and schedule meeting with Cushman.	0.40
07/17/09	JAD	Work relating to analysis of historical cash flows.	3.90
07/17/09	JAD	Work relating to refining assumptions relating to long-term cash flows.	1.00
07/20/09	LT	Revise debt model with updated assumptions.	2.60
07/20/09	JAM	Review CVA information and NOI support materials.	0.70
07/20/09	JAM	Review materials regarding mall expansion.	0.60
07/20/09	JAM	Discuss restructuring update with CEO.	0.60
07/20/09	SMW	Assist in the organization and summary of publicly reported information into a comparison between real estate property NOI and cash flow	2.30
07/22/09	JAD	Prepare for and attend meeting to discuss assumptions regarding board presentation and review of documents.	1.80
07/22/09	JAM	Attend meeting to discuss work process to review individual loan documents and propose potential adjustments.	2.10
07/24/09	JAM	Review objections to motions to extend exclusivity and call with Weil to discuss issues with objections.	3.20
07/26/09	JAM	Prepare for and attend call on exclusivity extension	1.90

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021593-1

Re: Post Petition - Financial Advisory
 Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
		objections.	
07/26/09	JAD	Attend call with working group professionals relating to Board Presentation.	0.80
07/27/09	JAM	Review analysis, provide feedback, and discuss with outside counsel analysis for court hearing.	3.10
07/27/09	JAM	Meet with internal legal to discuss CVA numbers.	0.40
07/27/09	JAM	Discussion regarding CFO candidate	0.40
07/29/09	JAM	Attend WIP call.	0.80
07/29/09	JAM	Meet with management to review numbers and reconcile to bonus plan financials.	2.10
Total Hours			69.40



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-1

Re: Post Petition - Financial Advisory
Client/Matter # 005717.00100

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	53.80	790.00	42,502.00
John Dischner	7.50	595.00	4,462.50
Christopher Rubel	3.20	295.00	944.00
Lowell Thomas	2.60	265.00	689.00
Spencer M Ware	2.30	365.00	839.50
Total Hours & Fees	69.40		49,437.00

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021593-2

Re: Post Petition - Travel billed at 50%
 Client/Matter # 005717.00102

Date	Consultant	Description of Services	Hours
07/01/09	LT	ORD - LGA	5.00
07/01/09	SMW	Travel from client to home.	4.50
07/02/09	SJ	EWR <> ORD	4.50
07/02/09	JM	Chicago to Dallas	4.40
07/06/09	JM	DFW to ORD	4.20
07/06/09	SJ	EWR <> ORD	4.00
07/06/09	CGG	IAH - ORD	4.00
07/06/09	AS	Travel to client	4.20
07/06/09	SMW	Travel from home to client.	4.50
07/06/09	LT	LGA - ORD	5.00
07/09/09	SMW	Travel from client to home.	4.50
07/09/09	SJ	EWR <> ORD	4.50
07/10/09	LT	ORD - LGA	5.00
07/10/09	CGG	ORD - IAH	4.00
07/10/09	AS	Travel from client	4.10
07/10/09	JM	ORD to SAV	4.50
07/13/09	LT	LGA - ORD	5.00
07/13/09	AS	Travel to client.	4.20
07/13/09	SMW	Travel from home to client.	4.50
07/13/09	CGG	IAH - ORD	4.00
07/13/09	SJ	EWR <> ORD	4.50
07/14/09	JM	Augusta, GA to Chicago	4.60
07/16/09	JM	Chicago to Dallas	4.50
07/17/09	CGG	ORD - IAH	4.00
07/17/09	SJ	EWR <> ORD (delay)	2.50
07/17/09	SJ	EWR <> ORD	4.50
07/17/09	SMW	Travel from client to home.	4.50
07/20/09	SMW	Travel from home to client.	4.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-2

Re: Post Petition - Travel billed at 50%
Client/Matter # 005717.00102

Date	Consultant	Description of Services	Hours
07/20/09	SMW	Travel to client	4.50
07/20/09	SJ	EWR <> ORD	4.50
07/20/09	CGG	IAH - ORD	4.00
07/20/09	JM	DFW to ORD	4.50
07/23/09	JM	Chicago to Dallas	4.60
07/23/09	SJ	EWR <> ORD	4.50
07/23/09	SJ	EWR <> ORD (delay)	1.00
07/23/09	CGG	ORD - DFW	4.00
07/23/09	AS	Travel from client site.	4.00
07/24/09	LT	ORD - LGA	5.00
07/24/09	SMW	Travel from client to home.	4.50
07/27/09	SMW	Travel from home to client.	4.50
07/27/09	SJ	EWR <> ORD	4.50
07/27/09	CGG	IAH - ORD	4.00
07/27/09	JM	Dallas to Chicago	4.30
07/27/09	LT	LGA - ORD	5.00
07/27/09	AS	Travel to client site.	4.10
07/31/09	AS	Travel from client site.	4.20
07/31/09	SJ	EWR <> ORD	4.50
07/31/09	SJ	EWR <> ORD (delay)	2.60
07/31/09	LT	ORD - LGA	5.00
07/31/09	CGG	ORD - IAH	5.00
07/31/09	JM	Chicago to Ft Lauderdale	4.50
Total Hours			219.50

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021593-2

Re: Post Petition - Travel billed at 50%
 Client/Matter # 005717.00102

Fee Recap:

Consultant	Hours	Rate	Amount
Adam Sanderson	24.80	555.00	13,764.00
Scott Jarrell	46.10	395.00	18,209.50
Clayton Gring	33.00	450.00	14,850.00
Lowell Thomas	35.00	265.00	9,275.00
Spencer M Ware	40.50	365.00	14,782.50
Jarrin McCreery	40.10	260.00	10,426.00
Total Hours & Fees	219.50		81,307.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-3

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
07/01/09	JAM	Discussions regarding adequate protection issues with Weil.	0.90
07/01/09	LT	Finalize cash variance analysis for week ended 6/26/09.	3.10
07/01/09	LT	Investigate JV contributions/distributions for June 2009.	2.20
07/01/09	LT	Prepare summary of all bank account balances as of 4/30 and 5/29.	1.30
07/01/09	CGG	Work with information from internal and external staff to prepare property level adequate protection summaries.	3.90
07/01/09	CGG	Continue to work with cash forecast data to prepare adequate protection summary analyses on a per property basis.	3.80
07/01/09	CGG	Work with updated information from external staff to begin update of 13 week and 2 year cash forecast. Delivered to external staff for review.	2.30
07/01/09	CGG	Prepare for and discuss legal entity mapping with internal staff in preparation for receipt of updated rolling 24 cash forecast.	0.70
07/01/09	CGG	Work with updated actuals data and incorporate into cash forecast for 2 year and 13 week periods per request from external staff.	1.10
07/01/09	SMM	Review of 13 week cash forecast	3.40
07/01/09	SMM	Analysis of long term cash forecast	2.20
07/02/09	CGG	Work with updated information from external staff to update 13 week and 2 year cash forecast.	3.80
07/02/09	CGG	Continue to work with updated information from external staff to update cash forecasts. Delivered results to external staff for review.	3.70
07/02/09	SMM	Review of cash reporting	2.80
07/02/09	LT	Update summary of all cash balances as of 6/19/09.	1.40
07/02/09	LT	Investigate development bank account activity post filing.	2.30
07/02/09	LT	Update cash balance reporting to break out between debtor/non-debtor cash.	2.90
07/02/09	SMW	Assist in summarizing property level forecasting	2.30

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-3

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
		information.	
07/02/09	JAM	Phone call with Weil to discuss adequate protection issues and use of cash collateral.	0.50
07/02/09	JAM	Phone call with team to discuss cash system compliance.	0.40
07/02/09	JAM	Review cash flow forecast update	0.60
07/04/09	CGG	Review headquarter cost assumptions to answer internal staff questions at the request of external staff.	0.70
07/06/09	SJ	Bank Data and Check and ACH data receipt, import, quality control, and analysis. Formatting and resending of results to Cash team.	3.10
07/06/09	SMM	Analysis of long term cash forecast	3.10
07/06/09	SMM	Review of 13 week cash forecast	2.80
07/06/09	LT	Assist company to resolve an error on FTP site.	1.20
07/06/09	LT	Update issued checks data for week ended 7/3/09.	1.50
07/06/09	LT	Update ACH data for week ended 7/3/09.	1.30
07/06/09	LT	Investigate management fee variance in week ended 6/26/09.	1.10
07/06/09	LT	Investigate JV forecast variance in week ended 6/26/09.	1.30
07/06/09	CGG	Work to finalize 2010 reconciliation to adequate protection analysis and deliver to external staff for review.	3.60
07/06/09	CGG	Update adequate protection analysis following adjustments to two year forecast and deliver to external staff for review.	2.70
07/06/09	CGG	Work with data from external staff to reconcile adequate protection analysis to 2 year cash forecast.	3.70
07/06/09	JAD	Work relating to tracking of actual cash flows including meetings and review of reports.	2.70
07/06/09	JAD	Work relating to cash forecasting.	4.20
07/06/09	SMW	Assist with development of property level cash flows.	3.90
07/06/09	SMW	Update property level cash flows.	3.90
07/06/09	SMW	Assist in the development of outline for adequate protection review.	1.30

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-3

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
07/07/09	CGG	Work with data from internal and external staff to update cash forecast based on actuals reporting.	2.30
07/07/09	CGG	Continue to work with external staff regarding adequate protection analysis. Updated monthly forecasts and summary file at the request of external staff.	2.40
07/07/09	CGG	Continue to work with cash forecast data to update adequate protection analysis. Delivered to external staff for review upon completion.	3.70
07/07/09	CGG	Update adequate protection source files and delivered to external staff for inclusion into model.	1.40
07/07/09	JAM	Prepare for and attend meeting to discuss cash management system.	1.20
07/07/09	JAM	Review cash forecast.	0.40
07/07/09	JAM	Review daily cash position.	0.20
07/07/09	SMW	Assist in the development of a tool to review and compare information related to adequate protection	3.90
07/07/09	SMW	Update a comparison of information related to adequate protection	3.90
07/07/09	SMW	Review information related to cash flows	2.10
07/07/09	LT	Update controlled disbursements for week ended 7/3/09.	2.10
07/07/09	LT	Update all bank account balances as of 7/3/09.	1.70
07/07/09	LT	Update intercompany activity for week ended 7/3/09.	1.40
07/07/09	LT	Update JV activity for week ended 7/3/09.	1.80
07/07/09	LT	Prepare summary of actual cash activity for week ended 7/3/09.	1.50
07/07/09	SMM	Review of long term cash forecast	3.10
07/07/09	JAD	Discussions relating to cash management processes.	0.90
07/08/09	LT	Update debt payments for week ended 7/3/09.	2.20
07/08/09	LT	Update/investigate wire payment activity for week ended 7/3/09.	3.10
07/08/09	LT	Update account information for new development bank	1.20

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-3

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
		accounts.	
07/08/09	SMW	Support team in updating and reconciling 10 year cash flow projections.	3.40
07/08/09	CGG	Prepare for and participate in meetings with external staff to discuss updated R24 format leading up to incorporation into updated cash model.	2.70
07/08/09	CGG	Receive updated NOI file from internal staff. Began working with entity mappings to transition cash model to new R24 format.	3.60
07/08/09	CGG	Continue to work with R24 file to incorporate new format and new data into updated cash model based on latest company forecast.	3.10
07/08/09	SMW	Update a tool to review and compare information related to adequate protection	3.90
07/08/09	SMW	Assist in the development of a tool to review and compare information related to cash flows and intercompanies	2.30
07/08/09	JAD	Work regarding cash forecasts.	0.90
07/09/09	SMW	Assist in the development of cash flow summaries	3.90
07/09/09	SMW	Review relationships between general ledger companies, document companies, and JDE numbers.	2.50
07/09/09	JAM	Review materials and provide comments for Friday discussion on cash model.	1.40
07/09/09	CGG	Prepare for and work with external staff regarding 10 year cash forecast analysis. Deliver work product to external staff for inclusion in forecast.	4.00
07/09/09	CGG	Prepare variance and bridge analyses to justify changes to 10 year cash forecast in preparation for meeting with internal and external staff.	3.10
07/09/09	CGG	Receive updated forecast data from external staff. Manipulate data and prepare entity level capitalized expenses forecasts at the request of external staff.	3.20
07/09/09	CGG	Prepare for and participate in meetings with external staff regarding 10 year cash forecast.	2.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-3

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
07/09/09	CGG	Continue to work with external staff to construct updated 10 year cash forecast split between wholly owned and joint venture entities.	3.40
07/09/09	CGG	Work with external staff to prepare finalized version of 10 year forecast. Delivered to working group for review.	1.70
07/09/09	LT	Prepare weekly cash variance analysis for week ended 7/3/09.	2.30
07/09/09	LT	Prepare reconciliation of forecasted interest to actual interest for week ended 7/3/09.	1.30
07/10/09	LT	Finalize cash variance analysis for week ended 7/3/09	2.20
07/10/09	CGG	Prepare for and participate in meeting with internal and external staff regarding 10 year cash forecasts. Work with internal forecasting staff following meeting to update joint venture capitalized expense forecasts.	2.10
07/10/09	CGG	Work with external staff to prepare forecast updates and bridge materials in preparation for meeting with internal and external staff. Deliver materials to working group to facilitate discussion.	2.70
07/10/09	CGG	Prepare cash forecast variance report following request from creditor committee advisors in preparation for meeting to discuss adjustments to forecast.	1.30
07/10/09	SMW	Assist in the development of a tool to review and compare information related to adequate protection.	3.90
07/10/09	SMW	Revise an adequate protection analysis.	2.70
07/10/09	SMM	Review of cash forecast	2.10
07/10/09	JAD	Prep for meeting regarding cash forecasts.	1.60
07/10/09	JAD	Attend meeting regarding cash forecasts and follow-up regarding key items.	2.10
07/10/09	JAD	Follow-up regarding open items regarding cash forecasts and other items.	2.10
07/13/09	LT	Update summary of JV forecast vs. actual contributions/distributions.	1.80

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-3

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
07/13/09	LT	Update issued checks data for week ended 7/10/09.	1.60
07/13/09	LT	Update ACH data for week ended 7/10/09.	1.30
07/13/09	LT	Meeting with company on JV forecast timing and priorities.	1.10
07/13/09	LT	Update controlled disbursements for week ended 7/10/09.	2.20
07/13/09	LT	Update intercompany activity for week ended 7/10/09.	2.10
07/13/09	CGG	Work with updated MPC and Nouvelle forecasts. Formatted data and entered into updated cash forecast to continue preparation of updated model.	2.60
07/13/09	SMM	Review cash forecast information	3.40
07/13/09	CGG	Prepare updated variance reports and bridge analyses in preparation for meeting with external creditor advisors.	2.40
07/13/09	CGG	Prepare for and participate in meeting with external creditor advisors to discuss 13 week cash forecasts.	0.80
07/13/09	CGG	Work with forecasts from internal staff to include in updated cash model based on latest company forecasts.	3.10
07/13/09	CGG	Prepare for and met with external staff to discuss updates to MPC and corporate forecasts.	0.90
07/13/09	CGG	Work with external staff to update debt analysis and key metrics file in preparation for meeting with external staff.	3.70
07/13/09	SJ	Weekly Check and ACH data import, analysis and summary.	1.90
07/13/09	SJ	Weekly Bank data import, analysis and summary.	1.70
07/14/09	SJ	Preparation of Entity lookup tables to Cash team.	2.60
07/14/09	SMW	Assist with the development of 10 year cash flow summaries for discussions purposes.	3.60
07/14/09	SMW	Review 10 year cash flow summaries for discussions purposes.	3.60
07/14/09	SMM	Review and discussion of cash forecast information	3.20
07/14/09	CGG	Format June R24 data to make consistent with prior versions and to include in cash model.	3.50
07/14/09	CGG	Continue formatting June R24 data to make consistent with prior versions and to include in cash model.	3.20

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-3

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
07/14/09	CGG	Ran data verification checks on new R24 data versus prior forecasts to check for consistency in forecasting. Prepared for and met with external staff to discuss variances in forecast and mapping.	2.90
07/14/09	CGG	Finalize data formatting and primary data table build in cash forecast.	2.30
07/15/09	SMW	Coordinate, review, develop, and produce a cash flow discussion document for a group meeting.	3.90
07/15/09	LT	Update miscellaneous disbursements for week ended 7/10/09.	1.40
07/15/09	LT	Update debt payments for week ended 7/10/09.	2.30
07/15/09	LT	Update bank account balances for week ended 7/10/09.	1.20
07/15/09	SMM	Review of property level cash forecast information	2.70
07/15/09	CGG	Work with information from external staff to build master mapping file.	3.90
07/15/09	CGG	Continue to work with updated R24 data to begin building updated cash forecast.	3.90
07/15/09	CGG	Work with June R24 data from internal staff to continue cash model build.	3.90
07/15/09	CGG	Prepare for and met with internal staff to discuss MPC and corporate level forecasts to be included in cash model. Work with data received following meetings to include in cash model.	3.40
07/15/09	SMW	Assist in the update of mapping information between various company reporting systems.	3.70
07/15/09	SMW	Assist in the update of mapping information between various company reporting systems.	2.40
07/16/09	CGG	Work with June R24 and related information to build updated cash forecast model.	4.00
07/16/09	CGG	Prepare for and met with external staff to review headquarter cost forecasts. Update data accordingly and imported into cash model.	3.80

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Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
07/16/09	CGG	Continue to work with information provided by internal staff to update cash model. Prepare for and met with internal staff to update MPC and JV forecasts for inclusion in model.	3.70
07/16/09	CGG	Prepare for and met with internal staff to discuss entity mapping. Receive updated mapping information and implemented into cash model.	1.10
07/16/09	SMM	Discussion and review of cash forecast information	2.70
07/16/09	SMM	Discussion and review of cash activity	3.50
07/16/09	LT	Investigate/update wire payment activity for week ended 7/10/09.	2.40
07/16/09	LT	Update JV activity for week ended 7/10/09.	1.50
07/16/09	LT	Update master planned community activity for week ended 7/10/09.	1.20
07/16/09	LT	Prepare cash variance analysis for week ended 7/10/09.	2.40
07/17/09	LT	Finalize cash variance analysis for week ended 7/10/09.	2.10
07/17/09	CGG	Prepare entity ownership analysis at the request of external financial advisors. Delivered entity mapping and ownership file upon completion.	1.90
07/17/09	CGG	Continue to work with forecast information from internal staff. Import into model to build cash forecast.	3.90
07/20/09	SJ	Weekly Check and ACH data import, verification, analysis and reporting. Changes to Unsecured Creditor Summary.	2.80
07/20/09	LT	Update issued checks for week ended 7/17/09.	1.80
07/20/09	LT	Update ACH activity for week ended 7/17/09.	1.40
07/20/09	LT	Review and updated JV forecast.	1.50
07/20/09	LT	Update debt service for new cash forecast.	2.30
07/20/09	LT	Update controlled disbursements for week ended 7/17/09.	2.20
07/20/09	JAM	Review daily cash report.	0.30
07/20/09	JAM	Review 13 week cash model and variance analysis.	1.20
07/20/09	SMM	Analysis of property level cash forecast	3.40
07/20/09	SMM	Review cash activity and bank balances	2.40

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Re: Cash Forecasting/Cash Planning
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Date	Consultant	Description of Services	Hours
07/20/09	CGG	Work with data from internal and external staff to update cash model based on June R24.	3.90
07/20/09	CGG	Continue to work with cash analysis. Prepared for and met with internal and external staff to adjust bankruptcy impacted spending.	3.10
07/20/09	CGG	Continue to work with data from June R24. Imported updated information into cash model to continue progress on model build.	3.60
07/20/09	CGG	Work with information from external staff to update headquarter costs and management fee forecast.	3.10
07/21/09	SMM	Review June R24 monthly information	2.70
07/21/09	CGG	Work with data from external staff to continue progress on updated cash model. Prepare and allocate adjustments to forecast based on conversations with internal staff.	3.90
07/21/09	CGG	Prepare and met with external staff to discuss GGMI forecast and TRS expense allocations. Prepare updated GGMI forecast following discussion with internal staff.	3.60
07/21/09	CGG	Prepare for and met with internal staff regarding updates to R24 forecast. Receive updated forecasts and reformatted data to be inputted into model and updated cash forecast accordingly.	3.20
07/21/09	CGG	Continue progress on cash forecast based on updated rent credit and TRS forecast data from internal staff.	3.70
07/21/09	SJ	Weekly Bank data import, verification, analysis and reporting. Changes to Unsecured Creditor Summary.	0.90
07/21/09	LT	Update intercompany activity for week ended 7/17/09.	1.60
07/21/09	LT	Update miscellaneous disbursements for week ended 7/17/09.	1.90
07/21/09	LT	Update JV activity for week ended 7/17/09.	1.50
07/21/09	LT	Update debt payments for week ended 7/17/09	2.60
07/21/09	LT	Update summary of cash activity for week ended 7/17/09.	2.00
07/21/09	JAM	Review cash analysis.	0.50

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Date	Consultant	Description of Services	Hours
07/22/09	JAM	Work on BOD cash analysis	2.00
07/22/09	LT	Reconcile debt service in new cash forecast to prior debt service.	3.40
07/22/09	LT	Reconcile updated JV forecast to prior JV forecast.	2.50
07/22/09	LT	Update/investigate wire payments for week ended 7/17/09.	2.80
07/22/09	LT	Update weekly JV variance analysis (actual vs. forecast).	1.90
07/22/09	SMM	Meeting and review with JV team regarding forecast	2.10
07/22/09	SMM	Analysis of JV forecast, including review of prior assumptions	3.40
07/22/09	SMM	Review and follow-up regarding cash flow forecast	2.90
07/22/09	CGG	Continue to update cash forecast model based on newly received information from internal staff.	3.90
07/22/09	CGG	Prepare for and met with internal staff regarding headquarter cost forecast and allocations. Prepare HQ cost reconciliation following meetings and delivered to internal and external staff for review.	3.80
07/22/09	CGG	Update cash forecast using newly received R24 data from internal staff. TRS revenue forecast adjusted based on legal entity reporting.	2.30
07/22/09	CGG	Prepare bridge to prior 2 year cash forecast based on newly received data from internal staff. Delivered to external staff for review.	2.40
07/22/09	CGG	Update cash forecast based on adjustment to TRS revenues and expenses. Updated bridge and reconciliation files accordingly.	1.10
07/23/09	CGG	Update cash forecast based on newly received JV and debt service forecasts.	3.70
07/23/09	CGG	Update reconciliation and bridge files following inclusion of newly received data from internal and external staff into cash forecast.	3.20
07/23/09	LT	Prepare cash variance analysis for week ended 7/17/09.	2.10
07/24/09	LT	Finalize cash variance analysis for week ended 7/17/09.	3.30

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Re: Cash Forecasting/Cash Planning
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Date	Consultant	Description of Services	Hours
07/24/09	CGG	Update cash forecast based on updated forecast numbers from internal staff.	3.10
07/24/09	CGG	Ran adequate protection updates based on current cash forecast and delivered to external staff for review.	3.40
07/24/09	CGG	Receive updated information for cash model from various internal staff sources regarding professional fees and revenue at risk. Imported information into model to prepare updated adequate protection analysis.	3.90
07/24/09	CGG	Update adequate protection calculations based on newly received information from internal staff.	1.50
07/24/09	SMM	Review and discussion regarding monthly cash flow forecast	3.60
07/25/09	SMM	Review and discussion regarding GGP cash position	2.70
07/25/09	CGG	Prepare for and discussed cash forecast and adequate protection updates with external staff.	1.20
07/26/09	CGG	Prepare for and participated in meeting with external staff to discuss upcoming board presentation.	0.50
07/27/09	CGG	Work with external staff to update adequate protection analysis.	3.90
07/27/09	CGG	Continue to work with adequate protection analysis and created reconciliation to cash model at the request of external staff.	2.90
07/27/09	CGG	Work with external staff on various analyses in preparation for board meeting. Prepare 2010 cash reconciliation and cash position chart for slide deck.	3.10
07/27/09	CGG	Work with cash model to adjust secured interest calculations and produced updated 2 year cash forecast.	1.80
07/27/09	CGG	Continue to work with external staff to update 10 year cash position forecasts in preparation for board presentation.	2.50
07/27/09	CGG	Update secured interest and amortization expense based on LTV assumption and delivered to external staff for inclusion into board presentation.	1.20
07/27/09	SMM	Prepare summary of revenue risk assumptions	2.60

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Re: Cash Forecasting/Cash Planning
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Date	Consultant	Description of Services	Hours
07/27/09	SMM	Review cash forecast bridge	2.70
07/28/09	CGG	Continue to update cash model based on update to assumptions received from internal and external staff.	3.20
07/28/09	CGG	Create 13 week cash forecast at the request of external staff to send to internal and external advisory staff.	3.90
07/28/09	CGG	Work with external staff to update cash and paydown analyses leading up to board presentation.	2.90
07/29/09	SJ	Bank data import, verification, reporting and classification.	2.90
07/29/09	LT	Update checks and ACHs for week ended 7/24/09	2.10
07/29/09	LT	Update controlled disbursements for week ended 7/24/09.	1.40
07/29/09	LT	Update bank account balances for week ended 7/24/09.	1.40
07/29/09	SMM	Review and follow-up regarding cash forecast	2.20
07/29/09	CGG	Continue to assist external staff in cash analyses leading up to board presentation.	1.80
07/29/09	CGG	Work with external staff to update 10 year cash forecast following receipt of updated NOI numbers internal staff.	3.80
07/29/09	CGG	Work with external staff to update 13 week cash forecast using updated joint venture and debt forecast data.	2.30
07/29/09	CGG	Work with information from internal staff to update 2 year and 13 week cash forecast bridge analyses. Delivered to external staff for review.	3.90
07/29/09	CGG	Update cash forecast and other cash analyses for inclusion into board presentation.	2.60
07/29/09	JAM	Review cash analysis	0.30
07/30/09	CGG	Work with external staff regarding management fee and related expense accounting practices at the company.	0.80
07/30/09	CGG	Update 13 week cash forecast following updated revenue at risk assumptions. Prepare 13 week cash forecast bridge and delivered to external staff for review.	3.80
07/30/09	CGG	Updated board presentation following receipt of updated assumptions from internal staff. Prepare for and reviewed presentation with external and internal staff and adjusted	3.20

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Re: Cash Forecasting/Cash Planning
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Date	Consultant	Description of Services	Hours
		presentation accordingly.	
07/30/09	CGG	Prepare for and met with internal staff regarding 2009 and 2010 headquarter cost allocations and presentation to internal staff.	1.30
07/30/09	LT	Review and revised long term GGMI forecast.	1.20
07/30/09	LT	Update debt payments for week ended 7/24/09.	2.20
07/30/09	LT	Update/investigate wire payment activity for week ended 7/24/09.	1.90
07/31/09	LT	Finalize cash variance analysis for week ended 7/24/09.	2.40
07/31/09	LT	Investigate MPC activity for week ended 7/24/09.	1.50
07/31/09	CGG	Prepare for and met with external staff to discuss headquarter allocations and JV expense forecasts.	2.70
07/31/09	CGG	Prepare for and met with internal staff regarding 13 week cash forecast. Updated forecast and delivered to external staff.	1.40
07/31/09	CGG	Work with external staff to update 13 week cash forecast for updated debt payment timings and weekly actuals reporting.	3.10
Total Hours			531.30

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Re: Cash Forecasting/Cash Planning
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Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	9.90	790.00	7,821.00
John Dischner	14.50	595.00	8,627.50
Scott Matrenec	65.70	510.00	33,507.00
Scott Jarrell	15.90	395.00	6,280.50
Clayton Gring	250.30	450.00	112,635.00
Lowell Thomas	113.90	265.00	30,183.50
Spencer M Ware	61.10	365.00	22,301.50
Total Hours & Fees	531.30		221,356.00

General Growth Properties
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Invoice # 2021593-4

Re: DIP Lender Activities
 Client/Matter # 005717.00104

Date	Consultant	Description of Services	Hours
07/01/09	LT	Update diligence request lists.	1.20
07/02/09	LT	Reclassify outstanding checks as debtor/non-debtor since filing.	1.90
07/07/09	LT	Update diligence request lists.	1.10
07/13/09	LT	Prepare summary of 2010 joint venture debt maturities.	0.90
07/13/09	LT	Update diligence request lists.	1.20
07/16/09	LT	Update diligence request lists.	1.10
07/17/09	LT	Update diligence request lists.	1.10
07/23/09	LT	Update diligence request lists.	1.20
07/30/09	SMM	Conference call and follow-up regarding UCC and DIP lender correspondence	2.30
Total Hours			12.00



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Invoice # 2021593-4

Re: DIP Lender Activities
Client/Matter # 005717.00104

Fee Recap:

Consultant	Hours	Rate	Amount
Scott Matrenec	2.30	510.00	1,173.00
Lowell Thomas	9.70	265.00	2,570.50
Total Hours & Fees	12.00		3,743.50

General Growth Properties
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Invoice # 2021593-5

Re: Business Plan Activities/Cost Reduction
Client/Matter # 005717.00105

Date	Consultant	Description of Services	Hours
06/23/09	JAD	Work relating to asset management update.	0.50
07/01/09	JAM	Phone call with Financial Services team regarding 10 year assumptions.	0.80
07/01/09	JAD	Work relating to 10 year cash flows.	1.50
07/01/09	JAD	Analysis and conversations re debt service.	1.80
07/01/09	JAD	Review emails.	0.50
07/02/09	SMM	Review of joint venture information	1.40
07/06/09	JAM	Meeting with internal planning staff on timing of forecast and related analysis.	0.60
07/07/09	JAD	Work relating to 10 year forecasts, including prep for and meetings with client.	1.60
07/07/09	JAM	Meeting with national ops team and legal to discuss settlements with critical vendors and appropriateness of such.	1.40
07/08/09	LT	Meeting with company on 10-year forecast update.	1.10
07/08/09	LT	Revise 10-year cash forecast analysis; updated MPC, international & corporate forecasts.	3.20
07/08/09	LT	Update forecasted interest and amortization for 10-year cash analysis.	1.40
07/09/09	LT	Investigate treatment of ordinary capital in 10-year cash forecast analysis.	1.20
07/09/09	LT	Revise 10-year cash forecast analysis; updated capital forecasts.	3.80
07/09/09	LT	Prepare bridge explaining changes from prior version of 10-year cash analysis.	2.10
07/09/09	LT	Revise 10-year cash forecast analysis; added new assumptions relating to retained debt and other paydowns.	3.10
07/09/09	LT	Revise 10-year cash forecast analysis; verify numbers, check analysis.	3.30
07/09/09	LT	Meeting with company on 10-year forecast update.	1.20
07/09/09	JAM	Discussion with management regarding budget timing.	1.50

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Date	Consultant	Description of Services	Hours
07/09/09	JAD	Prep for and meeting regarding 10 year forecasts.	0.70
07/09/09	JAD	Work regarding 10 year cash flow assumptions.	0.80
07/10/09	LT	Finalize 10-year cash forecast analysis.	2.30
07/10/09	JAM	Call with management to discuss budget process and review time line.	1.20
07/13/09	JAD	Meeting regarding tax forecast and 10 year forecast.	0.80
07/13/09	JAD	Meeting with financial services and staff regarding 10 year forecasts.	1.00
07/13/09	JAD	Call w investment bank regarding open issues forecasts and presentations.	0.80
07/13/09	JAD	Work relating to forecasts and scenarios including production and review of models.	3.70
07/13/09	JAD	Review of debt maturities and projected interest.	0.50
07/13/09	JAD	Work relating to review of tax forecast and cash flow assumptions.	0.50
07/13/09	JAM	Prepare for and attend Budget planning meeting with CEO, COO, and budget team to discuss status of forecasts.	1.80
07/13/09	JAM	Work on corporate re-engineering project including review of presentation materials.	1.20
07/14/09	SMM	Review revenue forecast information	1.20
07/14/09	JAD	Conference call with investment banker regarding assumptions and review assumptions.	1.00
07/14/09	LT	Revise cash forecast analysis; updated paydown assumptions.	2.40
07/14/09	LT	Prepare bridge to prior cash forecast analysis.	1.90
07/14/09	LT	Meeting with company on JV forecast update.	1.50
07/14/09	LT	Revise cash forecast; updated debt refinancing assumptions.	3.20
07/14/09	LT	Prepare power point presentation for meeting.	2.10
07/14/09	LT	Revise debt model with extended maturities; new filer refinancing assumptions.	3.10
07/14/09	LT	Review cash forecast analysis and power point presentation.	2.00

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Date	Consultant	Description of Services	Hours
07/14/09	JAM	Attend meeting to discuss MPC cash flows.	1.20
07/15/09	JAM	Attend meeting to prepare for corporate re-engineering meeting.	1.20
07/15/09	JAD	Prepare for and attend meeting with Weil, K&E, MB and Company and follow-up.	6.50
07/15/09	JAD	Review open items/follow-up from meeting with attorneys and MB.	1.00
07/15/09	SMM	Review and analysis of historical NOI information	3.10
07/15/09	SMM	Analysis of business plan cash flow information	1.60
07/15/09	LT	Revise cash forecast analysis; updated assumptions.	2.50
07/15/09	LT	Review power point presentation for meeting.	2.10
07/15/09	LT	Update secured interest and principal amortization for cash model.	2.30
07/16/09	LT	Prepare summary of assumptions used in cash forecast analysis.	1.80
07/16/09	JAM	Prepare for and attend corporate re-engineering meeting with senior management team.	3.70
07/17/09	SMM	Discussion and analysis regarding business plan cash forecast	3.20
07/17/09	LT	Revise summary of assumptions used in cash forecast analysis.	1.80
07/20/09	SMM	Analysis and review of retained debt information	2.80
07/20/09	LT	Review long term cash forecast analysis.	1.70
07/21/09	LT	Review long term cash forecast analysis; discuss updates to assumptions.	2.30
07/21/09	SMM	Discussion and follow-up regarding ordinary capital plan	2.80
07/21/09	SMM	Analysis of encumbered property	3.10
07/21/09	JAD	Meeting with asset management regarding board presentation materials.	0.60
07/21/09	JAD	Work relating to workplans for various restructuring task areas.	1.50

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Date	Consultant	Description of Services	Hours
07/22/09	SMM	Review and follow-up on entity mapping	3.00
07/22/09	JAM	Attend review meeting to go over BOD business plan presentation draft materials with management team.	3.20
07/23/09	JAM	Attend meeting to review MPC business.	5.20
07/23/09	JAM	Attend Corporate re-engineering meeting.	5.10
07/23/09	SMM	Review of MPC financial information	2.90
07/23/09	SMM	Analysis of NOI variances	3.10
07/23/09	SMM	Review and follow-up regarding business plan, including tax assumptions	3.20
07/23/09	LT	Revise long term cash forecast analysis.	2.50
07/23/09	LT	Meeting with company on updated forecasts.	1.20
07/23/09	CGG	Continue preparation of cash forecast reconciliation files summarizing R24 activity and adjustments to forecast.	3.90
07/23/09	CGG	Prepare cash forecast reconciliation files summarizing R24 activity and adjustments to forecast.	3.40
07/23/09	JAD	Work regarding update to models for board update.	4.50
07/23/09	JAD	Review draft presentation materials.	0.50
07/24/09	SMM	Review and discussion with GGP management regarding plan exclusivity objections	2.40
07/24/09	SMM	Call and follow-up with outside counsel regarding plan exclusivity	2.70
07/24/09	LT	Review long term interest forecast; summarized assumptions.	3.20
07/24/09	LT	Prepare interest forecast for tax group.	1.60
07/24/09	JAM	Attend conference call regarding capex assumptions in 10 year forecasts.	0.70
07/24/09	JAM	Review assumption book for 10 year projections and provide comments.	1.20
07/25/09	SMM	Analysis and discussion regarding MPC forecast	1.60
07/25/09	SMM	Review and analysis of NOI information	3.40

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Re: Business Plan Activities/Cost Reduction
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Date	Consultant	Description of Services	Hours
07/26/09	SMM	Analysis of potential exit sources and uses	2.70
07/26/09	LT	Prepare for and participate in internal call; organization for 7/31 board meeting.	1.20
07/26/09	JAD	Work related to updating of Board Presentation materials.	1.40
07/26/09	JAD	Prepare for attend call with staff regarding board presentation.	1.50
07/27/09	LT	Review and revised long term cash analysis.	3.20
07/27/09	LT	Prepare presentation for board of directors.	2.40
07/27/09	LT	Summarize assumptions in long term cash analysis.	1.30
07/27/09	LT	Update long term cash forecast with new NOI & development forecasts.	3.30
07/27/09	SMM	Analysis of exit funding	3.10
07/27/09	SMM	Review and follow-up of debt and NOI information	2.40
07/27/09	LT	Review presentation for board of directors.	1.70
07/28/09	LT	Review and revise presentation for board of directors.	2.50
07/28/09	LT	Update long term cash forecast with new assumptions.	2.70
07/28/09	LT	Update development capital in long term cash forecast.	1.60
07/28/09	SMM	Update board presentation on business plan information	2.80
07/28/09	SMM	Analysis of cash forecast and exit funding	2.70
07/28/09	JAD	Prepare for and attend meeting regarding preparation for board meeting.	1.10
07/28/09	JAD	Call with professionals regarding board document.	1.50
07/28/09	JAD	Work relating to development of presentation for board.	2.80
07/29/09	JAD	Call with professional working group regarding board presentation.	1.30
07/29/09	JAD	Work relating to updating and finalizing board presentation.	3.50
07/29/09	LT	Update long term cash forecast with revised NOI and development forecasts.	2.90
07/29/09	LT	Investigate required dividend payouts; call with company.	1.70
07/29/09	LT	Review and edited presentation to board.	1.20

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Date	Consultant	Description of Services	Hours
07/30/09	LT	Review and edited presentation to board.	2.40
07/30/09	LT	Review and revised long term cash forecast.	2.30
07/30/09	LT	Meeting with company on update to NOI forecast.	0.90
07/30/09	JAM	Attend strategic planning meeting with reorganization team and senior management.	1.40
07/30/09	JAD	Prepare materials for board meeting.	5.10
07/31/09	JAD	Prepare for and attend board meeting.	7.00
Total Hours			242.60



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Invoice # 2021593-5

Re: Business Plan Activities/Cost Reduction
Client/Matter # 005717.00105

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	31.40	790.00	24,806.00
John Dischner	55.50	595.00	33,022.50
Scott Matrenec	55.20	510.00	28,152.00
Clayton Gring	7.30	450.00	3,285.00
Lowell Thomas	93.20	265.00	24,698.00
Total Hours & Fees	242.60		113,963.50

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021593-6

Re: Claims Analysis/Settlement Related Work
 Client/Matter # 005717.00106

Date	Consultant	Description of Services	Hours
07/02/09	SMM	Review of administrative claims	3.20
07/06/09	JAM	Discussion with national operations group on creditor settlements.	0.50
07/07/09	JAM	Review outline of proposed changes required to property loan docs.	0.80
07/17/09	AS	Review and update initial claims analysis.	3.10
07/17/09	AS	Classify claims for initial claims analysis.	2.00
07/17/09	AS	Database design for initial claims analysis.	1.40
07/21/09	JAM	Schedule meetings for claims analysis and plan outline.	0.30
07/22/09	AS	Prepare updates to the claims summary analysis.	2.50
07/23/09	AS	Prepare and review update to claims schedules.	4.10
07/24/09	AS	Prepare and review claims reporting.	1.50
07/27/09	JAM	Attend meeting to review claims issues related to mechanic's lien settlements.	1.20
07/28/09	AS	Prepare and review updated claims reporting.	2.90
07/28/09	AS	Met with GGP personnel regarding asset recovery.	0.50
07/29/09	AS	Prepare and review updated claims data.	2.80
07/30/09	AS	Prepare and review updated intercompany reporting.	3.30
07/30/09	JAM	Attend conference call related "Mall" settlement and discuss with CEO.	1.30
Total Hours			31.40



Chicago Dallas Detroit Dusseldorf London Los Angeles
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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-6

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	4.10	790.00	3,239.00
Scott Matrenec	3.20	510.00	1,632.00
Adam Sanderson	24.10	555.00	13,375.50
Total Hours & Fees	31.40		18,246.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-7

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
07/01/09	BM	Finalize analysis of creditors by legal entity and discuss with team. Review schedules data provided and update Schedules Summary.	2.70
07/01/09	MDD	Analysis of unsecured creditors by legal entity	3.90
07/01/09	MDD	Review of accrued expenses in trial balance as of the filing date	2.70
07/02/09	MDD	Review of accrued expenses in trial balance as of the filing date	2.80
07/02/09	MDD	Analysis of unsecured creditors by legal entity	3.80
07/06/09	SMM	Analysis of property level information	3.60
07/06/09	MDD	Review of accrued expenses in trial balance as of the filing date	3.20
07/07/09	MDD	Review of accrued expenses in trial balance as of the filing date	1.20
07/07/09	BM	Review and update unsecured creditor analysis. Continue to review and respond to questions regarding schedules and SOFAs data.	3.90
07/08/09	AS	Review letters to send to mortgage lenders.	0.80
07/09/09	SJ	Individual Entity Analysis drilldown into 'other' category.	1.20
07/10/09	SJ	Individual Entity Analysis drilldown into 'other' category.	3.60
07/10/09	BM	Prepare for and attend discussion regarding plan classes with GGP legal and alix team.	1.30
07/13/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	2.10
07/14/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	1.90
07/14/09	SJ	Design and development of support for the Unsecured Creditor Analysis.	3.30
07/15/09	SJ	Unsecured Creditor Analysis reporting- Cross tabulation	3.30

General Growth Properties
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Invoice # 2021593-7

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
07/15/09	SJ	Unsecured Creditor Analysis reporting- Detail	3.10
07/15/09	SJ	Unsecured Creditor Analysis reporting- Summary	2.80
07/15/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	3.30
07/16/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	1.80
07/16/09	SJ	Inclusion of property report in the Unsecured creditor analysis.	3.70
07/16/09	SJ	Unsecured Creditor Analysis reporting- One page per legal entity.	2.10
07/16/09	SJ	Calculate petition date balance using revised methodology	2.80
07/16/09	SJ	Modifications to Unsecured Creditor Analysis.	1.10
07/16/09	SJ	Reformatting, import, and assignment of Legal Entity and relationships for Guaranty Claims	3.30
07/17/09	SJ	Unsecured Creditor Analysis reporting.	1.10
07/17/09	SJ	Modifications to Unsecured Creditor Analysis. Addition of report subtotal.	1.70
07/17/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	3.30
07/18/09	SJ	Guaranty claims reporting for unsecured creditor analysis.	1.10
07/20/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	3.80
07/20/09	MDD	Analysis of potential creditor classes in unsecured creditor model, correspondence	2.40
07/20/09	SJ	Modifications to Unsecured Creditor Detail Analysis. Inclusion of unencumbered properties and unencumbered flag to detailed report. Additional edits to format following discussions with Alix team members.	3.40

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Invoice # 2021593-7

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
07/20/09	SJ	Modifications to Unsecured Creditor Cross-tabulation Analysis. Addition of a total column and limitation of the report to entities with fewer than a threshold of claims.	3.10
07/21/09	SJ	Changes to unsecured creditors analysis: Creation of various entities reports.	3.20
07/21/09	SJ	Claims Reporting modifications and design changes to reflect client requests.	3.70
07/21/09	MDD	Analysis of potential creditor classes in unsecured creditor model, correspondence	3.40
07/21/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	3.90
07/22/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	3.90
07/22/09	MDD	Analysis of potential creditor classes in unsecured creditor model, correspondence	3.30
07/22/09	BM	Review creditor analysis and discuss updates with team and Weil.	3.70
07/23/09	SJ	Claims Reporting modifications and design changes to reflect client requests.	2.80
07/23/09	SJ	Updates to Open accounts payable and Claims data.	2.10
07/23/09	MDD	Analysis of potential creditor classes in unsecured creditor model, correspondence	3.50
07/23/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	3.80
07/24/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	3.90
07/24/09	MDD	Analysis of potential creditor classes in unsecured creditor model, correspondence	0.60

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Invoice # 2021593-7

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
07/24/09	SJ	Updates to Weil Summary for Unsecured Creditors analysis.	3.30
07/24/09	SJ	Updates to Weil Detail Books related to Unsecured Creditors analysis.	3.80
07/25/09	SJ	Addition of 3 Claims. Lookup of Legal Entity IDs for Book 17 data.	3.40
07/27/09	BM	Review and discuss legal entity analysis with team and Weil. Update accordingly.	1.80
07/27/09	SJ	Changes and modifications to detailed Unsecured creditor analysis reporting for Weil.	3.30
07/27/09	SJ	Changes to summary reporting for Weil Unsecured creditors analysis	1.10
07/27/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussion	3.90
07/28/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussion	3.80
07/28/09	BM	Discuss and review individual entity analysis with Weil and Alix teams. Update as necessary.	3.30
07/28/09	SJ	Verify and compare of 6/24 Open accounts payable to 7/6 Open accounts payable. Continue classification of accounts payable.	3.70
07/28/09	SJ	Open accounts payable classification in Unsecured creditor analysis to make analysis updatable.	3.20
07/28/09	SJ	Changes to reporting (summary and detail) for one entity in Weil Unsecured creditors analysis	2.50
07/29/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussion	3.80
07/30/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussion	3.70

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Invoice # 2021593-7

Re: Individual Entity Analysis
 Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
07/30/09	SJ	Unsecured creditors analysis- Updates to Mechanics Liens using revised D2 schedule.	3.60
07/30/09	BM	Research additional information regarding individual entity analysis with team. Continue to review and follow up on missing schedules data.	3.60
07/31/09	BM	Update and review information for individual entity analysis with team. Research and update payments made for first day motions.	3.20
07/31/09	SJ	Unsecured creditors analysis- Updates to Mechanics Liens using revised D2 schedule- Items with multiple line items.	3.20
07/31/09	SJ	Unsecured creditors analysis- Continued updates to Mechanics Liens using revised D2 schedule- - Items with single line items.	1.10
07/31/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussion	2.70
Total Hours			193.00

General Growth Properties
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Invoice # 2021593-7

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Fee Recap:

Consultant	Hours	Rate	Amount
Scott Matrenec	3.60	510.00	1,836.00
Brenda Miller	23.50	510.00	11,985.00
Adam Sanderson	0.80	555.00	444.00
Michael DeGraf	80.40	450.00	36,180.00
Scott Jarrell	84.70	395.00	33,456.50
Total Hours & Fees	193.00		83,901.50

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021593-8

Re: MOR Reporting
 Client/Matter # 005717.00110

Date	Consultant	Description of Services	Hours
07/07/09	SMM	Analysis of adequate protection and review of MOR	3.50
07/07/09	AS	Prepare for and met with GGP personnel regarding MOR questions from UCC	1.50
07/08/09	SJ	Identification of missing Property from the Lender Letters for May. Conferred with GGP personnel regarding missing property.	2.10
07/17/09	AS	MOR discussion with the client.	0.80
07/20/09	AS	Work with client to review status of US Trustee payments and accruals.	1.90
07/21/09	AS	Discussion with client and counsel regarding payment timing of UST payments.	1.20
07/22/09	AS	Prepare disbursement reporting for MOR.	3.90
Total Hours			14.90



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Invoice # 2021593-8

Re: MOR Reporting
Client/Matter # 005717.00110

Fee Recap:

Consultant	Hours	Rate	Amount
Scott Matrenec	3.50	510.00	1,785.00
Adam Sanderson	9.30	555.00	5,161.50
Scott Jarrell	2.10	395.00	829.50
Total Hours & Fees	14.90		7,776.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
07/01/09	BM	Attend first day motion payment tracking discussion and debrief with GGP team. Review schedules summary draft attachments and revise.	3.30
07/01/09	BM	Review and revise contracts schedule of leases and real property agreements.	3.40
07/01/09	JAM	Discussion with team regarding claims, Schedules filing deadline and claims analysis.	0.40
07/01/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.80
07/01/09	JM	Create attachments for SOFA/Summary analysis	3.10
07/01/09	JM	Input/QC executory contracts in SOFA/Schedule database	2.10
07/01/09	JM	Input new SOFA 1 data and created sample report	1.70
07/01/09	JM	Input SOFA 2 data and created sample report	1.40
07/01/09	JM	Correspond with GGP employees about Schedule data	0.90
07/01/09	JM	Finish up attachments/summary count for SOFA/Schedule summary report	1.40
07/02/09	JM	Change formatting for various SOFA/Schedule reports	3.40
07/02/09	JM	Clean up tenant lease file for input into Schedule database	1.60
07/02/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.90
07/02/09	BM	Review and research first day motion payments with team. Discuss outstanding contracts related questions with GGP legal. Review and format SOFA 10 data.	3.80
07/02/09	BM	Review and finalize attachments for schedules summary. Discuss data and format with team.	3.40
07/02/09	BM	Review additional schedules information provided. Follow up on notes with Weil team. Discuss negative CIP balances with team.	1.40
07/02/09	SJ	Classification of Assets listed in the fixed asset register.	6.20
07/05/09	BM	Prepare and revise Schedules Summary.	1.90
07/06/09	BM	Prepare for and attend WIP call. Discuss time line and	3.30

General Growth Properties
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Invoice # 2021593-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
		status of Schedules with team. Review fee application.	
07/06/09	BM	Review and finalize Schedules summary. Review and modify attachment data and charts.	3.80
07/06/09	BM	Discuss schedules summary and first day motion payments.	1.30
07/06/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.90
07/06/09	AS	Prepare schedules and sofas.	3.60
07/06/09	MDD	Preparation of various schedules for SOFAs and Schedules draft summary, correspondence	3.90
07/06/09	TBB	Discuss status of case and timing of SOFAS review and filing with staff.	1.40
07/06/09	JM	Update various executory contract schedules in the database	2.50
07/06/09	JM	Import/Update various SOFA/Schedule data within database based on emails from GGP	3.80
07/06/09	JM	Correspond with GGP employees regarding SOFA/Schedules	1.10
07/06/09	JM	Format Schedule reports based on data received	1.80
07/06/09	JM	Update schedules checklist and sent out revised copy	0.70
07/07/09	JM	Print various reports to PDF for review purposes	1.30
07/07/09	JM	Format Schedule reports based on data received	2.70
07/07/09	JM	Correspond with GGP employees regarding SOFA/Schedule	0.80
07/07/09	JM	Import/Update various SOFA/Schedule data within database based on emails from GGP	3.60
07/07/09	JM	Update various executory contract schedules in the database	1.70
07/07/09	MDD	Preparation of various schedules for SOFAs and Schedules draft summary, correspondence	3.80
07/07/09	AS	Prepare schedules and sofas.	3.80
07/07/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.80
07/07/09	AS	Review updated creditor totals analysis.	1.20

General Growth Properties
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Invoice # 2021593-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
07/07/09	BM	Review, revise and finalize Schedules Summary. Discuss with team and update with newly provided information.	3.80
07/08/09	BM	Attend and debrief from WIP call with team. Discuss schedules timing and deadlines with GGP legal. Begin to discuss Plan classes and reporting mechanisms.	3.70
07/08/09	BM	Review detailed drafts of schedules and review with team.	3.10
07/08/09	BM	Discuss and review specific Schedules with team. Discuss open legal issues with GGP and Weil.	1.80
07/08/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.90
07/08/09	AS	Prepare schedules and sofas.	3.30
07/08/09	MDD	Preparation of various schedules for SOFAs and Schedules draft summary, correspondence	3.80
07/08/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.20
07/08/09	JM	Update various executory contract schedules in the database	2.10
07/08/09	AS	Prepare schedules and claims reporting design.	2.70
07/08/09	JM	Import/Update various SOFA/Schedule data within database based on emails from GGP	3.40
07/08/09	JM	Correspond with GGP employees regarding SOFA/Schedules	0.90
07/08/09	JM	Format Schedule reports based on data received	2.10
07/08/09	JM	Update schedules checklist and sent out revised copy	0.60
07/08/09	JM	Continue to input/QC data received from GGP into the SOFA/Schedule database	2.10
07/09/09	JM	Continue to input/QC data received from GGP into the SOFA/Schedule database	3.10
07/09/09	JM	Print various reports to PDF for review purposes	0.70
07/09/09	JM	Format Schedule reports based on data received	1.90
07/09/09	JM	Correspond with GGP employees regarding	1.20

General Growth Properties
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Chicago, IL 60606

Invoice # 2021593-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
		SOFA/Schedules	
07/09/09	JM	Import/Update various SOFA/Schedule data within database based on emails from GGP	3.90
07/09/09	JM	Update various executory contract schedules in the database	1.60
07/09/09	MDD	Review and analysis of all payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.90
07/09/09	MDD	Analysis of invoices due to unsecured creditors as of filing data, reviewed data for Schedule F	3.30
07/09/09	AS	Prepare schedules and sofas.	3.10
07/09/09	AS	Prepare schedules and claims reporting design.	2.10
07/09/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.90
07/09/09	BM	Review guarantor information from Weil and capital markets. Update and compare to previously provided information.	3.30
07/09/09	BM	Review and update global notes and specific notes. Discuss and review updated schedules information.	3.60
07/09/09	BM	Review and format additional contracts data for Schedules. Continue to review information provided and provide comments.	1.10
07/10/09	BM	Review completed drafts of schedules by entity.	3.80
07/10/09	MDD	Analysis and review of data regarding accounting statements of financial affairs, correspondence	3.70
07/10/09	BM	Prepare for and attend WIP call. Prepare templates for various Schedules and SOFAs.	0.90
07/10/09	MDD	Analysis of invoices due to unsecured creditors as of filing data, reviewed data for Schedule F	0.90
07/10/09	MDD	Review and analysis of payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.90
07/10/09	TBB	Review draft of SOFAS summary and provide feedback to staff.	2.40

General Growth Properties
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Invoice # 2021593-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
07/10/09	AS	Review City of Maumee agreement.	1.30
07/10/09	AS	Prepare schedules reporting draft.	1.90
07/10/09	JM	Update various executory contract schedules in the database	1.60
07/10/09	JM	Import/Update various SOFA/Schedule data within database based on emails from GGP	3.10
07/10/09	JM	Correspond with GGP employees regarding SOFA/Schedules	0.40
07/10/09	JM	Format Schedule reports based on data received	0.60
07/13/09	MDD	Analysis of invoices due to unsecured creditors as of filing data, reviewed data for Schedule F	3.80
07/13/09	MDD	Review and analysis of payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.90
07/13/09	AS	Prepare revised schedules summary template.	1.70
07/13/09	AS	Review city of Maumee contract.	0.80
07/13/09	TBB	Review draft of GGP LP SOFAS, discuss with staff.	3.20
07/13/09	BM	Prepare for and attend WIP call. Debrief with team on outstanding items.	0.80
07/13/09	BM	Review first draft of Schedules and provide comments.	3.80
07/13/09	BM	Review additional information provided and continue to review and provide comments on draft versions of schedules.	2.40
07/14/09	BM	Review detailed drafts of Schedules and provide comments.	3.70
07/14/09	BM	Discuss schedules draft and summary with T. Brents. Research issues raised and revise accordingly. Review additional information provided and follow up with questions.	3.30
07/14/09	BM	Research and prepare updated summary of first day motion payments made. Discuss schedules process and review with G. Hayes.	2.60
07/14/09	MDD	Review and analysis of payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.80

General Growth Properties
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Invoice # 2021593-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
07/14/09	MDD	Analysis of invoices due to unsecured creditors as of filing data, reviewed data for Schedule F	3.70
07/14/09	MDD	Review of SOFA/Schedules database and information collected	0.90
07/14/09	AS	Work with GGP personnel to review and verify secured debt listing.	1.90
07/14/09	AS	Prepare and schedules and sofas memo.	2.20
07/14/09	AS	Review balance sheet items to include in schedules and sofas.	1.60
07/14/09	JM	Updates to schedule Footnotes	1.30
07/14/09	JM	Input/Update data within SOFA/Schedule database	2.80
07/14/09	JM	Correspond with GGP employees regarding SOFA/schedule data	0.20
07/14/09	JM	Continue to update/import data into SOFA/Schedule database	3.40
07/14/09	JM	Update formatting of schedule reports based on data provided	0.90
07/15/09	JM	Update formatting of schedule reports based on data provided	2.30
07/15/09	JM	Continue to update/import data into SOFA/Schedule database	3.20
07/15/09	JM	Correspond with GGP employees regarding SOFA/schedule data	1.20
07/15/09	JM	Input/Update data within SOFA/Schedule database	3.90
07/15/09	JM	Updates to schedule Footnotes	1.20
07/15/09	AS	Prepare and review claims reporting by class.	4.10
07/15/09	MDD	Analysis of invoices due to unsecured creditors as of filing data, reviewed data for Schedule F	3.60
07/15/09	MDD	Review and analysis of payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	3.80
07/15/09	AS	Prepare and review secured debt schedule.	1.70

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Invoice # 2021593-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
07/15/09	BM	Review draft of schedules by entity and provide comments.	3.70
07/15/09	BM	Review and discuss guaranty information from Weil. Compare to information from capital markets group.	1.70
07/15/09	BM	Review updates to guaranty information from Weil. Review schedules summary and discuss attachment information with Alix team.	1.80
07/16/09	BM	Discuss and review guaranty information. Compare with scheduled contract data and research differences.	1.10
07/16/09	BM	Prepare for and attend WIP call. Discuss status of schedules and open items with team.	1.30
07/16/09	BM	Prepare and review Schedules summary and attachments with Alix and GGP legal teams. Review and respond to various questions regarding detailed schedules.	3.80
07/16/09	AS	Review claims data with staff.	3.40
07/16/09	AS	Review encumbered property analysis.	1.80
07/16/09	MDD	Review and analysis of payments from filing entities in prior to the bankruptcy filing, correspondence	3.90
07/16/09	MDD	Analysis of invoices due to unsecured creditors as of filing data, reviewed data for Schedule F	3.80
07/16/09	MDD	Review of SOFA/Schedules database and information collected	0.40
07/16/09	AS	Prepare and review claims reporting by class.	3.70
07/16/09	JM	Updates to schedule Footnotes	0.90
07/16/09	JM	Updates to Schedules E-01 and E-03	1.80
07/16/09	JM	Input/Update data within SOFA/Schedule database	2.30
07/16/09	JM	Continue to update/import data into SOFA/Schedule database	2.80
07/17/09	JM	Continue to update/import data into SOFA/Schedule database	3.40
07/17/09	JM	Input/Update data within SOFA/Schedule database	3.90
07/17/09	JM	Correspond with GGP employees regarding SOFA/schedule	0.30

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Invoice # 2021593-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
		data	
07/17/09	JM	Update formatting of schedule reports based on data provided	2.90
07/17/09	MDD	Analysis of invoices due to unsecured creditors as of filing data, reviewed data for Schedule F	3.40
07/17/09	MDD	Review and analysis of payments from filing entities in 90-day window prior to the bankruptcy filing, correspondence	1.70
07/17/09	AS	Prepare for and met with client regarding initial schedules and sofa summary.	2.80
07/17/09	BM	Attend and debrief from discussion with GGP legal and Weil regarding Schedules and SOFAs summary.	3.10
07/17/09	BM	Discuss outstanding questions with G. Hayes regarding schedules data. Research various open items.	2.90
07/18/09	JM	Import/Update data in SOFA/Schedule database	3.90
07/20/09	JM	Import/Update data in SOFA/Schedule database	3.80
07/20/09	JM	Continue to update SOFA/Schedule database based on GGP correspondence	1.70
07/20/09	JM	Print and send various SOFA/Schedule reports for review	2.10
07/20/09	AS	Preparation of schedules and sofa data.	3.60
07/20/09	BM	Review updated guaranty information from Weil and discuss. Update and review property tax secured liability schedule.	1.80
07/20/09	BM	Attend WIP call. Debrief with team regarding open items.	1.40
07/20/09	BM	Review updated guaranty information from Weil. Respond to various inquiries regarding schedules data.	3.10
07/20/09	AS	Prepare updates to schedules summary data.	4.10
07/20/09	MDD	Analysis and review of data regarding legal-related statements of financial affairs, correspondence	3.90
07/20/09	BM	Review schedules changes and comments from discussion with legal and follow up on outstanding issues.	2.80
07/21/09	MDD	Analysis and review of data regarding legal-related	2.80

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
		statements of financial affairs, correspondence	
07/21/09	AS	Prepare for and meet with client and counsel regarding tax issues.	3.10
07/21/09	AS	Update to schedules and sofa database.	2.10
07/21/09	AS	Prepare updates to claims summary.	2.70
07/21/09	BM	Review schedules checklist and provide comments. Follow up on various outstanding items and respond to various questions from team.	3.80
07/21/09	BM	Review and discuss draft versions of schedules. Discuss data issues and follow up with GGP re: same.	3.70
07/21/09	BM	Review information provided for schedules from legal. Review contract information and update schedules summary accordingly.	1.30
07/21/09	JM	Print and send various SOFA/Schedule reports for review	2.70
07/21/09	JM	Continue to update SOFA/Schedule database based on GGP correspondence	3.60
07/21/09	JM	Import/Update data in SOFA/Schedule database	3.70
07/22/09	JM	Import/Update data in SOFA/Schedule database	3.90
07/22/09	JM	Continue to update SOFA/Schedule database based on GGP correspondence	3.40
07/22/09	JM	Print and send various SOFA/Schedule reports for review	1.40
07/22/09	JM	Make corrections to various schedules based on feedback from GGP	1.60
07/22/09	BM	Review submitted information for schedules and SOFAs. Discuss updates and discrepancies with team.	3.70
07/22/09	BM	Prepare for, attend and debrief from WIP call. Discuss schedules status with team.	1.30
07/22/09	BM	Update and revise Schedules Summary and attachments.	1.60
07/22/09	AS	Prepare updates to debt schedules.	1.70
07/22/09	MDD	Analysis of prepaid and other assets for inclusion in Schedules, correspondence	2.90

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
07/23/09	MDD	Analysis of prepaid and other assets for inclusion in Schedules, correspondence	2.90
07/23/09	AS	Prepare updates to schedules and sofas data.	2.50
07/23/09	BM	Review schedules drafts and provide comments to team.	3.70
07/23/09	BM	Discuss accounting issues with GGP accounting team. Update and revised information as necessary.	2.60
07/23/09	JM	Continue to update SOFA/Schedule database based on GGP correspondence	3.70
07/23/09	JM	Import/Update data in SOFA/Schedule database	3.30
07/24/09	JM	Import/Update data in SOFA/Schedule database	3.80
07/24/09	JM	Continue to update SOFA/Schedule database based on GGP correspondence	1.40
07/24/09	BM	Discuss tax settlement with Kirkland and research details. Discuss status of schedules and update summary.	1.80
07/24/09	BM	Attend and debrief from WIP call with team.	0.70
07/24/09	BM	Review and update information for Schedules summary with team.	3.20
07/24/09	BM	Continue to review schedules and provide feedback.	1.40
07/24/09	AS	Prepare for and met with client and counsel regarding debt schedule.	1.30
07/24/09	AS	Update schedules and sofa information	1.40
07/27/09	MDD	Review of SOFA/Schedules database and information, preparation and updates to Schedule/SOFA summary and attachments	2.50
07/27/09	MDD	Analysis of prepaid and other assets for inclusion in Schedules, correspondence	3.80
07/27/09	BM	Prepare for WIP call and debrief with team. Discuss schedules status with GGP legal and discuss time line with team.	3.10
07/27/09	BM	Discuss mechanics lien settlements with GGP legal and Weil. Discuss updates to analysis for mechanics liens with	2.90

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Invoice # 2021593-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
		team.	
07/27/09	BM	Follow up and discuss status of questions and review of tenant allowance notifications to UCC. Continue to review and discuss schedules information.	2.80
07/27/09	AS	Prepare for and met with Greg Hayes regarding status of schedules and sofa's.	1.90
07/27/09	AS	Prepare for and met with GGP personnel regarding status of lien claims.	2.10
07/27/09	JM	Made corrections to various schedules based on feedback from GGP	3.90
07/27/09	JM	Create new attachments for Schedule summary	1.70
07/27/09	JM	Continue to make corrections to various schedules based on feedback from GGP	3.30
07/28/09	JM	Continue to make corrections to various schedules based on feedback from GGP	3.90
07/28/09	JM	Update schedules checklist and send new copy out	0.40
07/28/09	JM	Input/QC data in SOFA/Schedule database	3.40
07/28/09	TBB	Attend to staffing plans.	0.80
07/28/09	JM	Make corrections to various schedules based on feedback from GGP	3.80
07/28/09	BM	Review data provided and respond to various questions regarding Schedules and SOFAs information. Update Schedules Summary.	3.30
07/28/09	MDD	Analysis of prepaid and other assets for inclusion in Schedules, correspondence	3.30
07/28/09	MDD	Review of SOFA/Schedules database and information, preparation and updates to Schedule/SOFA summary and attachments	3.10
07/28/09	AS	Met with Tim Callahan regarding bank data. Prepared updated file.	1.90
07/29/09	MDD	Review of SOFA/Schedules database and information, preparation and updates to Schedule/SOFA summary and	2.40

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Invoice # 2021593-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
		attachments	
07/29/09	MDD	Analysis of prepaid and other assets for inclusion in Schedules, correspondence	3.70
07/29/09	BM	Review and update schedules information with team and GGP contacts.	3.80
07/29/09	BM	Review and update Schedules and SOFAs information with team. Update and revise Summary document as necessary.	3.40
07/29/09	AS	Prepare and review schedules and sofa.	3.90
07/29/09	BM	Attend and debrief from WIP call and discuss status of Schedules with team.	0.80
07/29/09	JM	Make corrections to various schedules based on feedback from GGP	3.60
07/29/09	JM	Input/QC data in SOFA/Schedule database	3.10
07/29/09	JM	Continue to make corrections to various schedules based on feedback from GGP	3.70
07/30/09	JM	Continue to make corrections to various schedules based on feedback from GGP	3.80
07/30/09	JM	Input/QC data in SOFA/Schedule database	2.90
07/30/09	JM	Make corrections to various schedules based on feedback from GGP	3.40
07/30/09	BM	Prepare for and attend discussion regarding mechanics liens and settlement of same. Discuss next steps with team.	1.80
07/30/09	AS	Review and prepare schedule and sofa inputs.	1.10
07/30/09	BM	Finalize Schedules Summary, Attachments and individual entity drafts for discussion.	3.90
07/30/09	BM	Review and discuss priority claims information for schedules with GGP legal.	1.20
07/30/09	MDD	Analysis of prepaid and other assets for inclusion in Schedules, correspondence	3.80
07/30/09	MDD	Review of SOFA/Schedules database and information, preparation and updates to Schedule/SOFA summary and attachments	2.70

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Invoice # 2021593-9

Re: Schedules & SOFAs
 Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
07/30/09	AS	Entity file review and update.	3.60
07/31/09	AS	Review and prepare schedule and sofa inputs.	1.90
07/31/09	MDD	Review of SOFA/Schedules database and information, preparation and updates to Schedule/SOFA summary and attachments	2.00
07/31/09	MDD	Analysis of prepaid and other assets for inclusion in Schedules, correspondence	3.40
07/31/09	BM	Discuss and finalize Schedules Summary, Attachments and individual entity drafts.	3.80
07/31/09	JM	Make corrections to various schedules based on feedback from GGP	2.20
07/31/09	JM	Continue to make corrections to various schedules based on feedback from GGP	2.90
Total Hours			584.50

General Growth Properties
Adam Metz, CEO
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Invoice # 2021593-9

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Fee Recap:

Consultant	Hours	Rate	Amount
Todd Brents	7.80	730.00	5,694.00
James Mesterharm	0.40	790.00	316.00
Brenda Miller	155.40	510.00	79,254.00
Adam Sanderson	87.60	555.00	48,618.00
Michael DeGraf	133.50	450.00	60,075.00
Scott Jarrell	6.20	395.00	2,449.00
Jarrin McCreery	193.60	260.00	50,336.00
Total Hours & Fees	584.50		246,742.00

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021593-10

Re: Intercompany Review & Analysis
 Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
07/01/09	SJ	Reconciliation of new May Intercompany data to previous data set.	3.40
07/01/09	SJ	May Intercompany data revisions, import, verification, and reconciliation of new data.	2.40
07/01/09	SJ	Meeting with GGP personnel related to May Intercompany data revisions.	0.40
07/01/09	SJ	Creation of first version of Attachment 4 Intercompany summary.	3.70
07/02/09	SJ	Revisions to and new draft of Attachment 4, Intercompany transactions.	3.60
07/06/09	AS	Design and database analysis of intercompany reporting.	3.10
07/06/09	SJ	Intercompany data analysis and summary. Discussions on go forward Intercompany data strategy with Alix personnel. Re request data with additional variables from GGP personnel.	3.60
07/06/09	SJ	May Lender Letters summarizing intercompany balance by property.	2.90
07/06/09	JAD	Review reports/methodologies relating to intercompany tracking.	0.70
07/07/09	SJ	Receipt and processing of 2 versions of revised May intercompany data.	3.40
07/07/09	SJ	Receipt and processing of revised April intercompany data.	2.60
07/07/09	SJ	Receipt and processing of revised March intercompany data.	2.20
07/07/09	AS	Design and database analysis of intercompany reporting.	3.30
07/07/09	JAD	Analysis and meetings relating to intercompanies.	2.10
07/08/09	JAD	Analysis and discussion regarding intercos.	1.30
07/08/09	AS	Design and database analysis of intercompany reporting.	3.70
07/08/09	SJ	Reconciliation between Intercompany Matrix and Detail. Identified discrepancies and began resolving differences between the two files.	3.80
07/08/09	SJ	Intercompany Matrix breakout for April. Splitting Prepetition, Postpetition, and Non-Filer values. Summarized	3.40

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Invoice # 2021593-10

Re: Intercompany Review & Analysis
Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
		and reported results.	
07/09/09	AS	Design and database analysis of intercompany reporting.	3.80
07/09/09	AS	Review and compare property level intercompany to GGP intercompany matrix.	3.30
07/09/09	SJ	Analysis of April Intercompany detail data.	3.40
07/09/09	SJ	Analysis and verification of May Intercompany detail data.	3.30
07/09/09	SJ	Verify revised Intercompany pivot data	3.70
07/10/09	SJ	Import and analysis of revised Intercompany detail data	2.10
07/10/09	SJ	Analysis of May Intercompany detail data. Summary of property Intercompany balances and generation of letters to creditors for Intercompany balance.	3.80
07/10/09	AS	Review updated May intercompany analysis.	2.10
07/12/09	SJ	Summary of May intercompany data.	1.10
07/13/09	SJ	Detail to support summary of May intercompany data.	3.80
07/13/09	AS	Work on intercompany analysis.	3.70
07/13/09	AS	Review updated intercompany status letters.	1.60
07/14/09	AS	Review updated intercompany status letters.	2.30
07/14/09	AS	Review updated intercompany balances data.	1.40
07/14/09	AS	Calculate intercompany balances.	3.40
07/14/09	SJ	Cleanup of May Intercompany analysis template for future months. Modifications to the property pivot table and legal entity pivot table analysis.	3.20
07/14/09	JAM	Prepare for and attend meeting with GGP legal and outside counsel regarding intercompany work plan.	1.60
07/15/09	AS	Prepare intercompany property reporting	2.10
07/15/09	AS	Review intercompany data matrix.	2.20
07/15/09	JAD	Review issues pertaining to development of intercompany workplan.	0.90
07/16/09	AS	Prepare updates to intercompany database design.	2.20
07/17/09	JAD	Development of interco work plan and discussion with	1.30

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Invoice # 2021593-10

Re: Intercompany Review & Analysis
Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
		counsel.	
07/17/09	SJ	Calculate petition date balance using revised methodology.	3.30
07/17/09	JAM	Review and discuss with Alix team intercompany work plan.	0.80
07/17/09	SMM	Analysis of intercompany information	1.90
07/20/09	SMM	Analysis of intercompany activity	3.30
07/20/09	JAD	Work relating to analysis of intercompanies and development of workplan.	1.50
07/20/09	AS	Draft and review of intercompany workplan.	1.10
07/21/09	AS	Prepare ad hoc intercompany reporting.	1.40
07/21/09	SMM	Analysis of intercompany reporting and property level spending	3.20
07/21/09	SJ	Goldman/Non-Goldman Breakout of April intercompany data. verification of this analysis.	3.90
07/22/09	SJ	Goldman/Non-Goldman Breakout of May intercompany data. verification of this analysis.	3.80
07/22/09	SJ	Lookup of LIDs for select entities Weil is interested in viewing the detail for. Creation of reports for these books.	3.60
07/22/09	SJ	Breakout and verification of April post petition data and May data for Goldman/Non-Goldman analysis. Verification of numbers and verification/reconciliation back to other sources.	3.70
07/22/09	AS	Prepare updates to intercompany reporting.	2.70
07/22/09	SMM	Meeting and follow-up on intercompany information	3.30
07/23/09	AS	Prepare ad hoc intercompany reporting.	3.40
07/23/09	SJ	Calculation of Petition Date Balance. Verification of Goldman/Non-Goldman analysis.	3.30
07/27/09	AS	Prepare ad hoc intercompany reporting.	2.70
07/27/09	AS	Prepare and review update intercompany summary analysis.	2.20
07/28/09	AS	Prepare and review updated intercompany reporting.	3.70
07/29/09	AS	Prepare and review updated intercompany reporting.	3.90

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Invoice # 2021593-10

Re: Intercompany Review & Analysis
 Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
07/29/09	SJ	Intercompany Pivot, Matrix, Intercompany detail analysis and reconciliation.	3.10
07/29/09	SJ	Import of Intercompany Pivot and Intercompany detail.	3.30
07/29/09	SJ	Reconciliation of Intercompany Pivot to Intercompany detail.	3.20
07/30/09	SJ	Finalization of June Intercompany Data. Reporting of final analysis and concerns to Alix personnel for communication with client.	3.10
07/30/09	SJ	Intercompany May and June Prepetition payments analysis.	2.90
07/30/09	AS	Prepare and review updated claims data.	3.30
07/31/09	AS	Prepare and review updated intercompany reporting.	2.80
Total Hours			184.30



Chicago Dallas Detroit Dusseldorf London Los Angeles
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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-10

Re: Intercompany Review & Analysis
Client/Matter # 005717.00114

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	2.40	790.00	1,896.00
John Dischner	7.80	595.00	4,641.00
Scott Matrenec	11.70	510.00	5,967.00
Adam Sanderson	65.40	555.00	36,297.00
Scott Jarrell	97.00	395.00	38,315.00
Total Hours & Fees	184.30		87,116.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-11

Re: Constituent Communication & Discussion
Client/Matter # 005717.00115

Date	Consultant	Description of Services	Hours
07/07/09	SMM	Discussion and follow-up with FTI	2.40
07/07/09	JAM	Prepare for BOD meeting.	1.70
07/07/09	JAD	Prep for and attend meetings and work related to responding to various FTI requests.	1.00
07/08/09	JAM	Prepare for BOD meeting including preparation of agenda and review of materials with management and advisors.	1.80
07/08/09	JAD	Respond to FTI requests.	0.80
07/09/09	JAM	Prepare for and attend BOD meeting.	2.10
07/09/09	BM	Review and coordinate meeting with GGP and FTI regarding tenant allowance order. Discuss AP processing of pre-petition invoices.	2.70
07/10/09	BM	Prepare and attend discussion with FTI regarding tenant allowance motion order. Discuss and set up discussion regarding un-vouchered pre-petition invoices with S. Nelson.	1.30
07/10/09	JAM	Call with counsel to discuss UCC issues, and schedule subsequent calls.	0.30
07/10/09	JAM	Call with UCC counsel regarding fee structure.	0.30
07/13/09	BM	Review new tenant allowance notices and discuss with GGP and Weil teams.	1.20
07/13/09	SMM	Review and discussion with FTI regarding cash forecast	1.90
07/13/09	JAD	Prep for thursday FTI meeting including interco discussion/analysis.	0.90
07/13/09	JAM	Prepare for FTI/UCC diligence meeting.	0.80
07/14/09	JAD	Prep call with Weil for mtg with prof and company.	1.80
07/15/09	BM	Research and update report for first day motion payments.	1.20
07/15/09	JAM	Prepare for FTI/UCC diligence meeting.	1.70
07/15/09	JAD	Meet with chief investment officer regarding prep for HL meeting.	0.50
07/16/09	JAM	Prepare for and attend FTI/UCC diligence meeting.	3.70
07/16/09	SMM	Meeting w/ Creditors' Advisors regarding development	3.60

General Growth Properties
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Invoice # 2021593-11

Re: Constituent Communication & Discussion
Client/Matter # 005717.00115

Date	Consultant	Description of Services	Hours
		projects and business plan, including follow-up	
07/17/09	JAM	Discuss timing of BOD meeting and potential agenda with other advisors.	0.50
07/17/09	BM	Discuss first day motion questions regarding tenant allowances.	1.10
07/19/09	JAM	Attend GGP BOD call.	1.40
07/19/09	JAM	Phone call with Weil to discuss BOD meeting.	0.30
07/20/09	JAM	Review proposed BOD agenda attend conference call to discuss and provide comments.	2.10
07/21/09	BM	Review tenant allowance notice and provide comments to leasing group.	1.80
07/21/09	SMM	Discussion with FTI regarding CVA plan and NOI information, including follow-up	1.80
07/21/09	JAD	Review information requests from counsel for lender to property and work with team/company to respond to requests.	1.20
07/21/09	JAM	Prepare for and attend GGP BOD agenda calls with outside counsel and internal legal.	2.10
07/22/09	BM	Review and discuss tenant rent abatement with GGP and FTI. Discuss other outstanding notice issues with team.	0.80
07/22/09	CGG	Began preparation of reporting package to be delivered to external financial advisors upon completion of cash forecast.	3.60
07/22/09	JAM	Attend meeting to review proposed agenda for BOD meeting.	0.70
07/23/09	JAM	Attend meeting with senior management to review BOD business plan presentation.	2.20
07/23/09	BM	Discuss accounting issues for first day motion payments and pre-petition non-filer payments with audit.	0.60
07/24/09	JAM	Call with CEO and COO to discuss BOD meeting and exclusivity objection issues.	0.50
07/25/09	CGG	Update cash forecast and R24 reconciliation for adjustments to cash items and newly received information from external	2.90

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Invoice # 2021593-11

Re: Constituent Communication & Discussion
Client/Matter # 005717.00115

Date	Consultant	Description of Services	Hours
		staff.	
07/26/09	JAM	Prepare for and attend call with senior management and advisors to prepare for BOD meeting.	1.20
07/26/09	JAM	Attend call with team regarding BOD presentation analyses.	0.40
07/27/09	AS	WIP call	0.30
07/27/09	JAM	Phone call with CEO to discuss BOD prep.	0.70
07/27/09	JAM	Review cash analysis for BOD meeting.	3.20
07/28/09	JAM	Review draft BOD materials and provide comments.	6.00
07/28/09	JAM	Review cash flow analysis, discuss assumptions and provide comments for BOD meeting.	1.30
07/28/09	JAM	Prepare for and attend discussion with advisors and internal legal regarding review of BOD materials.	1.60
07/28/09	BM	Research and provide responses to FTI re: tenant allowance notices. Update report of all payments made related to first day motions.	2.60
07/29/09	JAD	Meeting regarding preparation for meeting with HL.	0.60
07/29/09	JAM	Review and provide comments on MB BOD presentation.	1.80
07/29/09	JAM	Review management presentation on projections and state of the market for BOD presentation and meet to provide comments.	2.30
07/29/09	JAM	Work on BOD presentation.	3.40
07/30/09	CGG	Update reconciliation materials to be delivered to external creditor advisors upon completion of cash forecast.	3.70
07/30/09	JAM	Attend coordination meeting for BOD prep.	2.00
07/30/09	JAM	Prepare for and attend lender reporting meeting.	1.80
07/30/09	JAM	Attend senior leader call for BOD prep.	0.90
07/30/09	JAM	Work on BOD presentation	3.20
07/30/09	BM	Attend and review tenant allowance obligation notice to UCC and discuss.	1.40
07/31/09	JAM	Prepare for and attend BOD meeting.	8.20



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Invoice # 2021593-11

Re: Constituent Communication & Discussion
Client/Matter # 005717.00115

Date	Consultant	Description of Services	Hours
07/31/09	JAD	Prepare for and attend meeting with HL.	0.70
Total Hours			102.60



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

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Invoice # 2021593-11

Re: Constituent Communication & Discussion
Client/Matter # 005717.00115

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	60.20	790.00	47,558.00
John Dischner	7.50	595.00	4,462.50
Scott Matrenec	9.70	510.00	4,947.00
Brenda Miller	14.70	510.00	7,497.00
Adam Sanderson	0.30	555.00	166.50
Clayton Gring	10.20	450.00	4,590.00
Total Hours & Fees	102.60		69,221.00

General Growth Properties
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Invoice # 2021593-12

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
07/01/09	JAM	Discussions with team and Weil regarding JV financing issue.	0.70
07/01/09	LT	Meeting with company on legal entity mapping of debt.	1.10
07/01/09	JAD	Work relating to JV situations and discussions with company and financial advisors.	3.20
07/01/09	SMW	Summarized tenant level rent forecast.	3.90
07/01/09	SMW	Review summarized tenant level rent forecast.	2.30
07/01/09	SMM	Review and discussion of development projects	3.60
07/02/09	SMW	Revise summarized tenant level rent forecast.	3.90
07/02/09	SMW	Analyze tenant level rent forecast.	3.20
07/06/09	JAM	Discussion with team on work steps on value allocation and cash flow feasibility analysis.	0.40
07/06/09	JAM	Schedule and prepare interest rate strategy meeting.	0.50
07/06/09	SMM	Prepare for and discuss joint venture information	2.90
07/06/09	CGG	Work with external staff to update exit funding analysis per request. Deliver to external staff for review.	2.20
07/06/09	LT	Revise cash flow analysis to differentiate between wholly owned and JV at share properties.	2.10
07/06/09	LT	Revise cash flow analysis to show NOI before management fees and to break out tenant allowances and development capital by property.	2.80
07/06/09	LT	Prepare summary of JV debt maturities.	1.20
07/06/09	JAD	Review of tax forecasts and analysis relating to cash feasibility.	1.40
07/07/09	JAM	Prepare for and attend discussion on tax restructuring work plan.	1.50
07/07/09	JAD	Cash feasibility analysis.	2.50
07/08/09	JAD	Work relating to tax analysis.	1.20
07/08/09	JAD	Work relating to cash feasibility analysis.	4.20
07/08/09	JAD	Preparation for and meetings relating to treasury matters.	0.80

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-12

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
07/09/09	JAM	Prepare for and attend call with advisors to discuss interest rate proposals regarding restructuring of property level loans.	1.60
07/09/09	JAD	Analysis of potential amortization of certain loans.	2.10
07/09/09	JAD	Analysis of retained debt.	1.60
07/09/09	JAD	Prep for meeting regarding interest rates and cash flows and follow-up.	3.00
07/09/09	JAD	Meetings with investment bank and attorney regarding cash flows.	2.50
07/09/09	JAD	Prep for fri am meeting.	1.90
07/10/09	JAM	Prepare for and attend call with advisors and management to discuss cash model of proposed restructuring scenarios.	4.10
07/12/09	SMW	Review company and advisor presentations and began creating support schedules from public filing information.	2.90
07/13/09	SMW	Develop supporting schedules based on publicly filed information.	3.90
07/13/09	SMW	Met with a number of company representatives about existing historical summaries of financial information on the company.	3.40
07/13/09	SMW	Review supporting schedules based on publicly filed information.	3.90
07/13/09	JAM	Conference call with advisors to review cash analysis.	1.20
07/13/09	SMM	Review and discuss development information	3.20
07/13/09	SMM	Analysis of joint venture information	2.80
07/13/09	JAD	Prep for and call with tax group regarding open issues.	1.20
07/13/09	JAD	Review of potential amortization scenarios.	0.50
07/14/09	SMM	Review and discussion of development information	2.30
07/14/09	SMM	Review historical financial reporting	3.60
07/14/09	JAD	Call relating to tax issues with company and professional personnel.	1.20
07/14/09	JAD	Work relating to updating forecasts and materials for 7/15	4.50

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Re: Financial Analysis
 Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
		meeting.	
07/14/09	SMW	Compare supporting schedules based on publicly filed information.	3.90
07/14/09	SMW	Update supporting schedules based on publicly filed information.	3.20
07/14/09	JAM	Prepare for restructuring planning meeting including preparation and review of cash model information for meeting.	3.10
07/15/09	JAD	Review and change materials prior to meeting with attorneys and company.	1.50
07/15/09	SMM	Discussion and review of development projects	3.20
07/15/09	SMW	Revise supporting schedules base on publicly filed information.	1.20
07/16/09	SMW	Review summary analysis comparing management operating income to net cash flow.	3.90
07/16/09	SMW	Update summary analysis comparing management operating income to net cash flow.	2.30
07/16/09	JAD	Work relating to summarizing historical cash flows.	2.00
07/16/09	JAD	Work relating to updating long-term cash flows and plan model.	2.50
07/16/09	JAD	Review appraisal report.	0.60
07/16/09	SMW	Develop summary analysis comparing management operating income to net cash flow.	3.90
07/16/09	JAM	Meet with CEO to review cash analysis.	0.80
07/16/09	JAD	Prepare for and attend Call with appraiser and counsel.	2.00
07/16/09	JAD	Work relating to summarizing assumptions for long-term cash flows.	1.20
07/16/09	JAD	Discussion with tax department regarding outstanding work flow.	0.50
07/17/09	SMW	Revise summary analysis comparing management operating income to net cash flow..	3.90

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Date	Consultant	Description of Services	Hours
07/17/09	SMW	Incorporate feedback into summary analysis comparing management operating income to net cash flow.	1.20
07/19/09	SMW	Assist in the update of mapping information between various company reporting systems.	3.40
07/20/09	SMW	Compare different reporting information for consistencies and to back test the mapping relationships between different company reporting systems.	3.90
07/20/09	SMW	Review comparison of different reporting information for consistencies and to back test the mapping relationships between different company reporting systems.	3.90
07/20/09	SMW	Revise comparison of different reporting information for consistencies and to back test the mapping relationships between different company reporting systems.	2.30
07/20/09	JAD	Work relating to historical cash analysis.	3.70
07/20/09	JAD	Work relating to updating long-term cash flow forecast summary.	3.90
07/20/09	JAD	Meeting with CAO regarding historical cash flow analysis.	0.90
07/20/09	JAM	Work on cash flow analysis for BOD analysis.	1.60
07/21/09	SMW	Update actuals information from different company sources in a effort to review both the updated mapping tool and the various sources of company information.	1.40
07/21/09	JAD	Continue analysis of historical cash flows.	4.50
07/21/09	JAD	Update long term cash forecast.	2.50
07/21/09	JAM	Phone call with counsel regarding interest rate analysis.	1.10
07/21/09	LT	Review debt forecast model; updated retained debt assumptions.	2.50
07/21/09	SMW	Update a mapping tool to compare information between different company systems.	3.90
07/21/09	SMW	Update actuals information from different company sources in a effort to review both the updated mapping tool and the various sources of company information.	3.90
07/21/09	SMW	Update actuals information from different company sources	3.90

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Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
		in a effort to review both the updated mapping tool and the various sources of company information.	
07/21/09	SMW	Assist reviewing, critiquing, and updating, the mapping between different company systems.	1.90
07/21/09	SMW	Review and update a preliminary chart of values	0.60
07/22/09	JAD	Prepare for and attend meetings regarding long-term forecast and tax aspects.	1.20
07/22/09	JAD	Work relating to updating of plan model.	3.20
07/22/09	JAD	Work relating to summary of long-term forecasts.	3.00
07/22/09	LT	Revise debt model; add new paydown assumptions.	3.40
07/22/09	LT	Revise debt model; new bankruptcy assumptions.	2.60
07/22/09	SMW	Update, bridged, and summarized new property level valuations and LTV analyses based on property level debt and management's latest NOI and cap rate assumptions.	3.90
07/22/09	SMW	Update new property level valuations and LTV analyses based on property level debt and management's latest NOI and cap rate assumptions.	3.90
07/22/09	SMW	Bridge new property level valuations and LTV analyses based on property level debt and management's latest NOI and cap rate assumptions.	3.90
07/22/09	SMW	Update, bridge, and summarize new property level valuations and LTV analyses based on property level debt and management's latest NOI and cap rate assumptions.	2.40
07/22/09	SMW	Update actuals information from different company sources in a effort to review both the updated mapping tool and the various sources of company information.	2.10
07/23/09	LT	Revise debt model with new paydown assumptions; new accrued amortization assumptions.	3.80
07/23/09	LT	Update property level NOI; cap rates.	2.70
07/23/09	LT	Update debt model with new forecast scenarios.	2.30
07/23/09	LT	Review changes to debt model; reconciled to previous version.	3.40

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Re: Financial Analysis
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Date	Consultant	Description of Services	Hours
07/23/09	SMW	Assist in the review and development of debt model	3.90
07/23/09	SMW	Assist in the development of debt model	2.20
07/23/09	SMW	Review debt guarantees and priority including claims and other obligations	2.70
07/23/09	SMW	Update estimated values and leverage by property	3.90
07/23/09	SMW	Update estimated values and leverage by property	2.30
07/23/09	JAD	Meeting with Company regarding assumptions cash analysis for board meeting.	0.80
07/23/09	JAD	Attend call with company tax personnel regarding update.	0.60
07/23/09	JAD	Meeting regarding plan model.	1.20
07/24/09	SMW	Critique debt forecast	3.90
07/24/09	SMW	Review debt forecast	1.30
07/24/09	JAD	Calls and discussions regarding long-term cash forecasts and board presentation.	1.50
07/26/09	SMW	Prepare for, held, and follow up on items from status call for 07/31/09 board meeting	2.30
07/26/09	LT	Review interest & amortization forecast; reconcile to previous forecast.	4.50
07/27/09	LT	Revise debt model; update forecast scenarios.	3.20
07/27/09	SMW	Assist in the development and review of a package for the upcoming board meeting.	3.90
07/27/09	SMW	Assist in the review of a package for the upcoming board meeting.	3.90
07/27/09	SMW	Update a package for the upcoming board meeting.	3.10
07/27/09	SMW	Update and revised supporting analyses for board presentation.	3.90
07/27/09	SMW	Revise supporting analyses for board presentation..	1.30
07/27/09	SMM	Reconciliation and discussion regarding KEIP financial information	1.80
07/27/09	SMM	Prepare and discuss adequate protection analysis	3.60

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Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
07/28/09	SMM	Follow-up regarding development project information	3.00
07/28/09	SMM	Meeting and follow-up regarding MPC NOI forecast	2.60
07/28/09	SMW	Assist in the development and review of a package for the upcoming board meeting.	3.90
07/28/09	SMW	Review a package for the upcoming board meeting.	1.20
07/28/09	SMW	Update and revised supporting analyses for board presentation	3.30
07/28/09	LT	Revise debt model with updated forecast scenarios.	2.30
07/28/09	JAD	Conversations with tax regarding updating presentation and review of work product.	1.40
07/28/09	JAD	Meeting with financial services regarding updating forecast.	0.70
07/28/09	JAD	Analysis and summary of potential tax basis relating to certain properties.	1.20
07/29/09	JAD	Meeting to review changes to NOI forecast and follow-up with management.	1.50
07/29/09	JAD	Prepare for and attend meeting with tax and financial services staff to discuss dividend forecast.	0.80
07/29/09	JAD	Attention to various tax and dividend forecast issues.	2.50
07/29/09	JAD	Attention to historical NOI to cash analysis.	1.20
07/29/09	LT	Update debt model with revised NOI and development forecasts.	2.50
07/29/09	SMM	Meeting with GGP management regarding KEIP	2.70
07/29/09	SMW	Assist in the updated and review of board package	3.90
07/29/09	SMW	Incorporate comments into the board package.	3.90
07/29/09	SMW	Update preliminary debt model for updated by property NOI figures.	3.60
07/29/09	SMW	Review board package.	0.70
07/30/09	SMW	Assist in the updated of the board package.	3.90
07/30/09	SMW	Began organizing diligence to satisfy DIP loan covenants	3.90
07/30/09	SMW	Further revised the board package.	1.70

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Date	Consultant	Description of Services	Hours
07/30/09	SMW	Organize diligence to satisfy DIP loan covenants	2.30
07/30/09	JAD	Review of open tax issues relating to long-term projections.	2.10
07/30/09	JAD	Review latest forecast and adjustments. Speak with management.	1.50
07/30/09	JAD	Review open items relating to corporate overhead forecast.	2.50
07/31/09	JAD	Review notes from meeting and organize files.	0.30
07/31/09	SMW	Organize and held conference calls on diligence to satisfy DIP loan covenants	3.90
07/31/09	SMW	Incorporate commentary from conference calls on diligence to satisfy DIP loan covenants	2.90
Total Hours			353.20



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

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Invoice # 2021593-12

Re: Financial Analysis
Client/Matter # 005717.00116

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	16.60	790.00	13,114.00
John Dischner	84.80	595.00	50,456.00
Scott Matrenec	35.30	510.00	18,003.00
Clayton Gring	2.20	450.00	990.00
Lowell Thomas	40.40	265.00	10,706.00
Spencer M Ware	173.90	365.00	63,473.50
Total Hours & Fees	353.20		156,742.50

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Invoice # 2021593-13

Re: Invoice Preparation
Client/Matter # 005717.00117

Date	Consultant	Description of Services	Hours
07/06/09	JAM	Review fee protocol order and discuss with team.	0.40
07/06/09	JAM	Review of fee application	0.70
07/08/09	JAM	Review and make comments on fee application.	1.10
07/13/09	BM	Finalize April and May Fee Application.	1.30
07/13/09	JAM	Review fee application and make comments.	0.40
07/15/09	BM	Finalize fee application and discuss with Weil.	1.30
07/31/09	BM	Review June invoice and provide comments.	2.10
Total Hours			7.30

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Re: Invoice Preparation
Client/Matter # 005717.00117

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	2.60	790.00	2,054.00
Brenda Miller	4.70	510.00	2,397.00
Total Hours & Fees	7.30		4,451.00

General Growth Properties
Adam Metz, CEO
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Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
05/04/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	71.09
05/07/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	115.77
05/11/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. Mesterharm	77.01
05/12/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C. Gring	74.16
05/13/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. Mesterharm	21.42
05/15/09	Cab Fare/Ground Transportation - - VENDOR: Vital Transportation Inc. S Jarrell	53.45
05/15/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	88.23
05/18/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. S. Jarrell	58.65
05/18/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	63.75
05/18/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service L. Thomas	74.85
05/19/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. Mesterharm	77.01
05/20/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. Mesterharm	58.65
05/22/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. S. Jarrell	83.90
05/22/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	77.01
05/26/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. S. Jarrell	92.00
05/26/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C. Gring	64.86

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Re: Expenses
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Date	Disbursement Description	Amount
05/26/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	63.75
05/27/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. Mesterharm	71.91
05/28/09	Cab Fare/Ground Transportation - - VENDOR: Vital Transportation Inc. J Dischner	22.44
05/29/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	72.93
05/29/09	Parking & Tolls James Mesterharm	31.00
06/01/09	Airfare James Mesterharm-06/03/2009-ORD-LGA-ORD	1,196.24
06/01/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	68.74
06/01/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur Lowell Thomas	97.75
06/01/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C Gring	74.15
06/01/09	Parking & Tolls James Mesterharm	31.00
06/01/09	Parking & Tolls James Mesterharm	8.00
06/02/09	Parking & Tolls James Mesterharm	28.00
06/03/09	Lodging James Mesterharm-Thi3 New York Llc-New York-6/3/ 2009	421.38
06/03/09	Parking & Tolls James Mesterharm	31.00
06/03/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. John Dischner	32.17
06/03/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Scott Matrenec;Lowell Thomas;Clayton Gring	60.00
06/04/09	Cab Fare/Ground Transportation - - VENDOR: Vital Transportation Inc. S Jarrell	104.17
06/04/09	Lodging James Mesterharm-Thi3 New York Llc-New York-6/4/ 2009	421.38
06/05/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	88.61
06/05/09	Parking & Tolls James Mesterharm	90.00

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Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
06/08/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur Lowell Thomas	72.75
06/08/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. S. Jarrell	105.37
06/08/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	83.64
06/08/09	Lodging - - VENDOR: Adam Sanderson W. Lakeshore	184.99
06/09/09	Lodging - - VENDOR: Adam Sanderson W. Lakeshore	184.99
06/09/09	Parking & Tolls James Mesterharm	36.00
06/10/09	Lodging - - VENDOR: Adam Sanderson W. Lakeshore	184.99
06/10/09	Parking & Tolls James Mesterharm	36.00
06/11/09	Airfare James Mesterharm-06/15/09-ORD-LGA-ORD	873.68
06/12/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	88.61
06/12/09	Parking & Tolls James Mesterharm	31.00
06/12/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. John Dischner	27.25
06/12/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. Adam Sanderson	10.23
06/15/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C. Gring	74.16
06/15/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur Lowell Thomas	97.75
06/15/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. J. Mesterharm	97.99
06/15/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	76.46
06/15/09	Lodging James Mesterharm-Thi3 New York Llc-New York-6/15/2009	392.81
06/15/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. Adam Sanderson	3.92

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Re: Expenses
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Date	Disbursement Description	Amount
06/16/09	Lodging James Mesterharm-Thi3 New York Llc-New York-6/16/2009	392.81
06/16/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. Adam Sanderson	6.29
06/17/09	Airfare James Mesterharm-06/18/2009-LGA-ORD	27.75
06/17/09	Lodging James Mesterharm-Amedeo Htls Ltd Ptnshp-New York - 6/17/2009	403.37
06/17/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Scott Matrenec;Clayton Gring	40.00
06/18/09	Parking & Tolls James Mesterharm	31.00
06/18/09	Parking & Tolls James Mesterharm	145.00
06/19/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	74.40
06/19/09	Parking & Tolls Adam Sanderson	68.00
06/19/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. John Dischner	20.78
06/22/09	Airfare James Mesterharm-06/22/2009-ORD-LGA-ORD	543.44
06/22/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C Gring	74.16
06/22/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	78.67
06/22/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. J. Mesterharm	89.71
06/22/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-6/22/2009	287.35
06/22/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-6/22/2009	29.11
06/22/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-6/22/2009	189.00
06/22/09	Lodging James Mesterharm-Thi3 New York Llc-New York-6/22/2009	387.10
06/22/09	Parking & Tolls James Mesterharm	31.00
06/23/09	Airfare Spencer Ware-07/02/09-EWR from ORD	440.82

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Re: Expenses
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Date	Disbursement Description	Amount
06/23/09	Airfare Spencer Ware-07/06/2009-EWR to ORD	440.82
06/23/09	Airfare Spencer Ware-6/25/09-ORD to EWR	440.82
06/23/09	Airfare Spencer Ware-07/09/2009-EWR from ORD	449.60
06/23/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-6/23/2009	287.35
06/23/09	Lodging James Mesterharm-Thi3 New York Llc-New York-6/23/2009	387.10
06/23/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-6/23/2009	189.00
06/23/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-6/23/2009	29.11
06/23/09	Meals - Engagement Team James Mesterharm-Dinner-Ggp-Thomas Nolan(GGP);James Mesterharm;Anup Sathy (K&E);Ron Gern (GGP)	400.00
06/24/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-6/24/2009	189.00
06/24/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-6/24/2009	29.11
06/24/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-6/24/2009	287.35
06/24/09	Parking & Tolls James Mesterharm	111.00
06/24/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. John Dischner	9.48
06/24/09	Meals - Engagement Team Clayton Gring-Dinner-Ggp-Scott Matrenec;Clayton Gring;Spencer Ware;John Dischner;Lowell Thomas	100.00
06/25/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-6/25/2009	189.00
06/25/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-6/25/2009	29.11
06/25/09	Meals & Tips Spencer Ware-Dinner	20.00
06/25/09	Parking & Tolls James Mesterharm	31.00
06/26/09	Meals & Tips Jarrin McCreery-Dinner	20.00
06/26/09	Parking & Tolls Adam Sanderson	68.00
06/26/09	Parking & Tolls James Mesterharm	31.00
06/27/09	Meals & Tips Jarrin McCreery-Dinner	20.00
06/29/09	Airfare Jarrin McCreery-7/6/09-DALLAS TO CHICAGO	248.61

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Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
06/29/09	Cab Fare/Ground Transportation Jarrin McCreery	45.00
06/29/09	Cab Fare/Ground Transportation Jarrin McCreery	48.00
06/29/09	Cab Fare/Ground Transportation Jarrin McCreery	12.00
06/29/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
06/29/09	Cab Fare/Ground Transportation Michael Degraf	61.00
06/29/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. S. Jarrell	94.86
06/29/09	Lodging Lowell Thomas-Westin Hotels And Resorts-Chicago-6/29/2009	218.11
06/29/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-6/29/2009	189.00
06/29/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-6/29/2009	29.11
06/29/09	Meals & Tips Jarrin McCreery-Dinner	20.00
06/29/09	Meals & Tips Lowell Thomas-Dinner	20.00
06/29/09	Meals & Tips Michael Degraf-Dinner 06/25/09	18.35
06/29/09	Meals & Tips Michael Degraf-Dinner	20.00
06/29/09	Parking & Tolls James Mesterharm	31.00
06/30/09	Airfare Lowell Thomas-7/1/09-ORD-LGA	271.72
06/30/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
06/30/09	Cab Fare/Ground Transportation Jarrin McCreery	12.00
06/30/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
06/30/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-6/30/2009	29.11
06/30/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-6/30/2009	189.00
06/30/09	Meals & Tips Spencer Ware-Dinner	20.00
06/30/09	Other Lowell Thomas Adjustment to Hotel Invoice	-196.18
06/30/09	Parking & Tolls James Mesterharm	31.00
06/30/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. Adam Sanderson	6.79
06/30/09	Meals - Engagement Team Jarrin McCreery-Dinner-Ggp-Scott Jarrell;Brenda Miller;Mike Degraf;Jarrin McCreery	80.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/01/09	Airfare Nelson Jarrell-7/2/2009	150.00
07/01/09	Airfare Jarrin McCreery-7/2/09-CHICAGO TO DFW	229.99
07/01/09	Cab Fare/Ground Transportation Brenda Miller	22.00
07/01/09	Cab Fare/Ground Transportation Jarrin McCreery	12.00
07/01/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/01/09	Cab Fare/Ground Transportation Nelson Jarrell	10.00
07/01/09	Cab Fare/Ground Transportation Spencer Ware Travel from 110 North Wacker, Chicago, IL to O'Hare Airport	55.00
07/01/09	Cab Fare/Ground Transportation Spencer Ware	10.00
07/01/09	Cab Fare/Ground Transportation Spencer Ware Travel from LaGuardia Airport to Hoboken, NJ	120.00
07/01/09	Cab Fare/Ground Transportation Spencer Ware	12.00
07/01/09	Cab Fare/Ground Transportation Lowell Thomas	45.00
07/01/09	Cab Fare/Ground Transportation Lowell Thomas	5.00
07/01/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-7/1/2009	189.00
07/01/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-7/1/2009	29.11
07/01/09	Lodging Nelson Jarrell-Sheraton-Chicago-6/29/2009-7/3/20 09	723.46
07/01/09	Parking & Tolls John Dischner	31.00
07/01/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Team-Adam Sanderson;Jar rin McCreery;Clayton Gring;Scott Jarrell;Mike De graf;Bra Miller	120.00
07/01/09	Meals - Engagement Team Spencer Ware-Dinner-Trs-Lowell Thomas;Scott Matr enec	80.00
07/02/09	Cab Fare/Ground Transportation Jarrin McCreery	45.78
07/02/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/02/09	Cab Fare/Ground Transportation Nelson Jarrell	45.00
07/02/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars J. McCreery	74.40
07/02/09	Other Jarrin McCreery Car Service Tip	5.00
07/03/09	Cab Fare/Ground Transportation Clayton Gring	48.05

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/04/09	Airfare Lowell Thomas-7/6/09-LGA-ORD	269.32
07/05/09	Airfare Clayton Gring-7/6/2009-HOUSTON - CHICAGO	821.34
07/06/09	Airfare Jarrin McCreery-7/14/09-CHARLOTTE TO CHICAGO	203.70
07/06/09	Cab Fare/Ground Transportation Nelson Jarrell	12.00
07/06/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/06/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/06/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
07/06/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars J. McCreery	88.56
07/06/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	78.67
07/06/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. S. Jarrell	94.86
07/06/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur Lowell Thomas	77.05
07/06/09	Cab Fare/Ground Transportation Adam Sanderson	40.00
07/06/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/06/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C. Gring inv# 003368	64.86
07/06/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/06/09	Cab Fare/Ground Transportation Clayton Gring	88.00
07/06/09	Cab Fare/Ground Transportation Spencer Ware Travel from O'Hare Airport to 110 North Wacker, Chicago, IL	45.00
07/06/09	Cab Fare/Ground Transportation Spencer Ware Travel from Hoboken to Newark Airport	80.00
07/06/09	Lodging Spencer Ware-Westin Hotels And Resorts--7/6/2009	29.11
07/06/09	Lodging Spencer Ware-Westin Hotels And Resorts--7/6/2009	189.00
07/06/09	Lodging Adam Sanderson-W Hotels--7/6/2009	195.20
07/06/09	Lodging Lowell Thomas-Westin Hotels And Resorts-Chicago-7/6/2009-7/8/2009	436.22

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
 Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/06/09	Meals & Tips Lowell Thomas-Dinner	20.00
07/06/09	Meals & Tips Spencer Ware-Dinner	20.00
07/06/09	Meals & Tips Clayton Gring-Dinner	20.00
07/06/09	Meals & Tips Jarrin McCreery-Dinner	20.00
07/06/09	Other Jarrin McCreery Car Service Tip	5.00
07/06/09	Parking & Tolls James Mesterharm	31.00
07/07/09	Airfare Adam Sanderson-7/13/09-DALLAS-CHICAGO	300.70
07/07/09	Airfare Clayton Gring-7/13/2009-IAH/ORD/IAH	737.69
07/07/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/07/09	Cab Fare/Ground Transportation Spencer Ware	12.00
07/07/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/07/09	Cab Fare/Ground Transportation Nelson Jarrell	15.00
07/07/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/07/09	Cab Fare/Ground Transportation Jarrin McCreery	12.00
07/07/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
07/07/09	Lodging Adam Sanderson-W Hotels--7/7/2009	195.20
07/07/09	Lodging Spencer Ware-W Hotels--7/7/2009	229.65
07/07/09	Meals & Tips Jarrin McCreery-Dinner	20.00
07/07/09	Meals & Tips Brenda Miller-Dinner	20.00
07/07/09	Meals & Tips Nelson Jarrell-Dinner	20.00
07/07/09	Parking & Tolls John Dischner	31.00
07/07/09	Parking & Tolls James Mesterharm	31.00
07/08/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/08/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/08/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/08/09	Cab Fare/Ground Transportation Spencer Ware	10.00
07/08/09	Cab Fare/Ground Transportation Spencer Ware	8.00
07/08/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/08/09	Cab Fare/Ground Transportation Jarrin McCreery	12.00
07/08/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
07/08/09	Cab Fare/Ground Transportation Michael Degraf	80.80
07/08/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-7/8/2009	218.11
07/08/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago-7/6/2009-7/9/2009	872.44
07/08/09	Lodging Adam Sanderson-W Hotels--7/8/2009	195.20
07/08/09	Meals & Tips Clayton Gring-Dinner	20.00
07/08/09	Meals & Tips Jarrin McCreery-Dinner	20.00
07/08/09	Meals & Tips Lowell Thomas-Dinner	20.00
07/08/09	Parking & Tolls James Mesterharm	31.00
07/09/09	Airfare Change Fees Nelson Jarrell-7/6/09	150.00
07/09/09	Airfare Lowell Thomas-7/10/09-ORD-LGA	269.32
07/09/09	Airfare Spencer Ware-07/13/2009-EWR to ORD	440.82
07/09/09	Cab Fare/Ground Transportation Spencer Ware Travel from LaGuardia Airport to Hoboken, NJ including wait time	185.00
07/09/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/09/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/09/09	Cab Fare/Ground Transportation Brenda Miller	26.00
07/09/09	Cab Fare/Ground Transportation Jarrin McCreery	12.00
07/09/09	Cab Fare/Ground Transportation Nelson Jarrell	45.00
07/09/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/09/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
07/09/09	Lodging Lowell Thomas-Westin Hotels And Resorts-Chicago-7/8/2009-7/10/2009	436.22
07/09/09	Lodging Adam Sanderson-W Hotels--7/9/2009	195.20
07/09/09	Lodging Jarrin McCreery-Sheraton-Chicago-7/6/2009-7/9/20 09	872.44
07/09/09	Meals & Tips Clayton Gring-Dinner	20.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/09/09	Meals & Tips Spencer Ware-Dinner	20.00
07/09/09	Meals & Tips Nelson Jarrell-Dinner	20.00
07/09/09	Parking & Tolls James Mesterharm	31.00
07/09/09	Meals - Engagement Team Jarrin McCreery-Dinner-Ggp-Brenda Miller	40.00
07/10/09	Airfare Jarrin McCreery-7/16/09-CHICAGO TO DALLAS	328.60
07/10/09	Airfare Adam Sanderson-7/23/09-DALLAS/CHICAGO	328.60
07/10/09	Airfare Lowell Thomas-7/13/09-LGA-ORD	225.22
07/10/09	Airfare Adam Sanderson-7/17/09-DALLAS MILWAUKEE	542.69
07/10/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
07/10/09	Cab Fare/Ground Transportation Lowell Thomas	46.75
07/10/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/10/09	Cab Fare/Ground Transportation Jarrin McCreery	32.00
07/10/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/10/09	Cab Fare/Ground Transportation Adam Sanderson	33.00
07/10/09	Cab Fare/Ground Transportation Jarrin McCreery	42.00
07/10/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/10/09	Cab Fare/Ground Transportation Clayton Gring	82.00
07/10/09	Lodging Nelson Jarrell-Sheraton-Chicago-7/10/2009	751.24
07/10/09	Meals & Tips Clayton Gring-Dinner	20.00
07/10/09	Meals & Tips Jarrin McCreery-Dinner	13.58
07/10/09	Parking & Tolls Adam Sanderson	68.00
07/11/09	Phone - Internet Access Jarrin McCreery	29.90
07/11/09	Meals & Tips Clayton Gring-Dinner	19.69
07/11/09	Meals & Tips Lowell Thomas-Dinner	20.00
07/13/09	Airfare Nelson Jarrell-8/3/09-EWR<>ORD	186.83
07/13/09	Airfare Nelson Jarrell-7/27-EWR<>ORD	234.83
07/13/09	Airfare Spencer Ware-07/17/2009-EWR from ORD	449.60

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/13/09	Airfare Spencer Ware-07/20/2009-EWR to ORD	449.60
07/13/09	Airfare Spencer Ware-07/27/2009-EWR to ORD	449.60
07/13/09	Cab Fare/Ground Transportation Spencer Ware Travel from O'Hare Airport to 110 North Wacker, Chicago, IL	50.00
07/13/09	Cab Fare/Ground Transportation Spencer Ware Travel from Hoboken to Newark Airport	80.00
07/13/09	Cab Fare/Ground Transportation Spencer Ware	11.00
07/13/09	Cab Fare/Ground Transportation Clayton Gring	88.00
07/13/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/13/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
07/13/09	Cab Fare/Ground Transportation Adam Sanderson	33.00
07/13/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur Lowell Thomas	97.75
07/13/09	Cab Fare/Ground Transportation Brenda Miller	24.00
07/13/09	Cab Fare/Ground Transportation Nelson Jarrell	42.95
07/13/09	Lodging Nelson Jarrell-Sheraton-Chicago-7/13/2009-7/16/2 009	872.44
07/13/09	Lodging Adam Sanderson-W Hotels--7/13/2009	206.57
07/13/09	Lodging Spencer Ware-Sheraton-Chicago-7/13/2009	345.05
07/13/09	Meals & Tips Nelson Jarrell-Dinner	20.00
07/13/09	Parking & Tolls James Mesterharm	31.00
07/13/09	Meals - Engagement Team Spencer Ware-Dinner-Trs-Spencer Ware;Lowell Thom as;Clayton Gring	60.00
07/14/09	Airfare Lowell Thomas-7/20/09-JFK-ORD	274.60
07/14/09	Cab Fare/Ground Transportation Nelson Jarrell	41.35
07/14/09	Cab Fare/Ground Transportation Adam Sanderson	20.00
07/14/09	Cab Fare/Ground Transportation Spencer Ware	14.00
07/14/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/14/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
07/14/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/14/09	Cab Fare/Ground Transportation Jarrin McCreery	42.00
07/14/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/14/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/14/09	Lodging Adam Sanderson-W Hotels--7/14/2009	264.27
07/14/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago-7/13/2009-7/16/2009	1,149.40
07/14/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-7/14/2009	218.11
07/14/09	Meals & Tips Nelson Jarrell-Dinner	20.00
07/14/09	Meals & Tips Jarrin McCreery-Dinner	20.00
07/14/09	Parking & Tolls James Mesterharm	31.00
07/14/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Team-Bra Miller;Mike De graf	40.00
07/15/09	Airfare Change Fees Lowell Thomas-7/20/09	155.00
07/15/09	Airfare Jarrin McCreery-7/20/09-DFW TO CHICAGO	561.20
07/15/09	Airfare Jarrin McCreery-7/27/09-DFW TO CHICAGO	197.60
07/15/09	Airfare Jarrin McCreery-7/31/09-CHICAGO TO FT LAUDERDALE	383.60
07/15/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/15/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/15/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
07/15/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/15/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/15/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/15/09	Cab Fare/Ground Transportation Spencer Ware	15.00
07/15/09	Cab Fare/Ground Transportation Nelson Jarrell	10.00
07/15/09	Lodging Spencer Ware-Sheraton-Chicago-7/15/2009	298.89
07/15/09	Lodging Adam Sanderson-W Hotels--7/15/2009	264.27
07/15/09	Lodging Jarrin McCreery-Sheraton-Chicago-7/14/2009-7/15/ 2009	436.22
07/15/09	Lodging Lowell Thomas-Sheraton-Chicago-7/12/2009-7/17/20 09	1,380.20

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/15/09	Parking & Tolls James Mesterharm	31.00
07/15/09	Parking & Tolls John Dischner	31.00
07/15/09	Meals - Engagement Team Spencer Ware-Dinner-Trs-Lowell Thomas;Spencer Wa re	40.00
07/15/09	Meals - Engagement Team Adam Sanderson-Dinner-Ggp-Adam Sanderson;Michael Degraf; Brenda Miller	60.00
07/16/09	Airfare Change Fees James Mesterharm-7/20/09	456.00
07/16/09	Airfare Lowell Thomas-7/17/09-ORD-LGA	143.60
07/16/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
07/16/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/16/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/16/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars J. McCreery	74.40
07/16/09	Cab Fare/Ground Transportation Spencer Ware	13.00
07/16/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/16/09	Cab Fare/Ground Transportation Nelson Jarrell	10.00
07/16/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-7/16/2009	218.11
07/16/09	Lodging Adam Sanderson-W Hotels--7/16/2009	264.27
07/16/09	Meals & Tips Lowell Thomas-Dinner	20.00
07/16/09	Meals & Tips Nelson Jarrell-Dinner	20.00
07/16/09	Parking & Tolls James Mesterharm	31.00
07/16/09	Meals - Engagement Team James Mesterharm-Dinner-Ggp-John Dischner;James Mesterharm; Broche (CFO candidate)	176.08
07/16/09	Meals - Engagement Team Clayton Gring-Dinner-General Growth Properties-S pencer Ware	40.00
07/17/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/17/09	Cab Fare/Ground Transportation Spencer Ware	11.00
07/17/09	Cab Fare/Ground Transportation Spencer Ware Travel from 110 North Wacker, Chicago, IL to O'Hare Airport	45.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/17/09	Cab Fare/Ground Transportation Spencer Ware Travel from Newark Airport to Hoboken, NJ	80.00
07/17/09	Cab Fare/Ground Transportation Clayton Gring	46.55
07/17/09	Cab Fare/Ground Transportation Jarrin McCreery	48.00
07/17/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/17/09	Cab Fare/Ground Transportation Nelson Jarrell	8.00
07/17/09	Lodging Adam Sanderson-W Hotels--7/17/2009	-150.00
07/17/09	Meals & Tips Spencer Ware-Dinner	20.00
07/17/09	Parking & Tolls Adam Sanderson	68.00
07/17/09	Meals - Engagement Team Clayton Gring-Dinner-General Growth Properties-C layton Gring;Scott Jarrell	40.00
07/18/09	Cab Fare/Ground Transportation Clayton Gring	82.00
07/19/09	Airfare Clayton Gring-7/20/2009-IAH/ORD	373.10
07/19/09	Airfare James Mesterharm-07/27/09-TVC-ORD-TVC	466.00
07/19/09	Lodging Adam Sanderson-W Hotels--7/19/2009	218.11
07/19/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-7/19/2009	29.11
07/19/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-7/19/2009	189.00
07/20/09	Airfare Adam Sanderson-7/27/09-DAL/MDW	612.90
07/20/09	Airfare Clayton Gring-7/23/2009-ORD/DFW	809.31
07/20/09	Airfare Spencer Ware-07/24/09-EWR from ORD	454.60
07/20/09	Airfare Nelson Jarrell-7/23/09-ORD <> LGA	210.52
07/20/09	Cab Fare/Ground Transportation Brenda Miller	24.00
07/20/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/20/09	Cab Fare/Ground Transportation Nelson Jarrell	11.00
07/20/09	Cab Fare/Ground Transportation Spencer Ware	10.00
07/20/09	Cab Fare/Ground Transportation Spencer Ware 07/06/09 Travel from O'Hare Airport to 110 North Wacker, Chicago, IL	45.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/20/09	Cab Fare/Ground Transportation Spencer Ware Travel from Hoboken to Newark Airport	80.00
07/20/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/20/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars J. McCreery	88.56
07/20/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/20/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/20/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
07/20/09	Cab Fare/Ground Transportation Jarrin McCreery 07/23/09	45.00
07/20/09	Cab Fare/Ground Transportation Jarrin McCreery 07/23/09	43.45
07/20/09	Lodging Adam Sanderson-W Hotels--7/20/2009	218.11
07/20/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-7/20/2009	29.11
07/20/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-7/20/2009	189.00
07/20/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-7/20/2009-7/22/2009	620.86
07/20/09	Meals & Tips Jarrin McCreery-Dinner	20.00
07/20/09	Meals & Tips Nelson Jarrell-Dinner	20.00
07/20/09	Parking & Tolls James Mesterharm	31.00
07/20/09	Meals - Engagement Team Clayton Gring-Dinner-General Growth Properties-S cott Matrenec;Lowell Thomas;Spencer Ware	80.00
07/21/09	Airfare Jarrin McCreery-8/3/09-FT LAUDERDALE TO CHICAGO	234.60
07/21/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/21/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/21/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/21/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
07/21/09	Cab Fare/Ground Transportation Spencer Ware	18.00
07/21/09	Cab Fare/Ground Transportation Clayton Gring	88.00
07/21/09	Cab Fare/Ground Transportation Adam Sanderson	10.00

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Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/21/09	Cab Fare/Ground Transportation Nelson Jarrell	9.00
07/21/09	Lodging Adam Sanderson-W Hotels--7/21/2009	218.11
07/21/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-7/21/2009	189.00
07/21/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-7/21/2009	29.11
07/21/09	Meals - Engagement Team Lowell Thomas-Dinner-Ggp-Spencer Ware;Clayton Gr ing;Scott Matrenec	80.00
07/21/09	Meals - Engagement Team Nelson Jarrell-Dinner-Ggp-Mike DeGraf;Jarrin Mcc reery; Brenda Miller	80.00
07/22/09	Cab Fare/Ground Transportation Brenda Miller	29.00
07/22/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/22/09	Cab Fare/Ground Transportation Nelson Jarrell	11.00
07/22/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
07/22/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/22/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/22/09	Cab Fare/Ground Transportation Spencer Ware	18.00
07/22/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/22/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago-7/20/2009-7/22/2009	931.29
07/22/09	Lodging Spencer Ware-Sheraton-Chicago-7/22/2009-7/24/2009	436.22
07/22/09	Lodging Jarrin McCreery-Sheraton-Chicago-7/20/2009-7/22/ 2009	654.33
07/22/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-7/22/2009	189.00
07/22/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-7/22/2009	29.11
07/22/09	Lodging Adam Sanderson-W Hotels--7/22/2009	218.11
07/22/09	Lodging Nelson Jarrell-Sheraton-Chicago-7/20/2009-7/22/2 009	654.33
07/22/09	Parking & Tolls James Mesterharm	31.00
07/22/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Team-Jarrin	140.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
	McCreery;Mike Degraf;Brenda Miller; Adam Sanderson; Scott Jarrell; Scott Matrenec	
07/22/09	Meals - Engagement Team Clayton Gring-Dinner-General Growth Properties-Clayton Gring; Spencer Ware; Lowell Thomas	60.00
07/23/09	Cab Fare/Ground Transportation Adam Sanderson	40.00
07/23/09	Cab Fare/Ground Transportation Nelson Jarrell	10.00
07/23/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/23/09	Cab Fare/Ground Transportation Spencer Ware	13.00
07/23/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
07/23/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/23/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/23/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars J. McCreery	74.40
07/23/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-7/23/2009	189.00
07/23/09	Lodging Lowell Thomas-Westin River North Hotel-Chicago-7/23/2009	29.11
07/23/09	Meals & Tips Jarrin McCreery-Dinner	6.41
07/23/09	Meals & Tips Clayton Gring-Dinner	11.63
07/23/09	Meals & Tips Nelson Jarrell-Dinner	10.44
07/23/09	Parking & Tolls Adam Sanderson	68.00
07/23/09	Parking & Tolls John Dischner	25.00
07/23/09	Parking & Tolls James Mesterharm	36.00
07/24/09	Airfare Lowell Thomas-7/24/09-ORD-LGA	276.50
07/24/09	Airfare Clayton Gring-07/27/2009-IAH/ORD/IAH	847.70
07/24/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/24/09	Cab Fare/Ground Transportation Spencer Ware Travel from Newark Airport to Hoboken, NJ	80.00
07/24/09	Cab Fare/Ground Transportation Clayton Gring	74.65
07/24/09	Cab Fare/Ground Transportation Spencer Ware Travel from Newark	60.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
	Airport to Hoboken, NJ	
07/24/09	Cab Fare/Ground Transportation Spencer Ware	10.00
07/24/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
07/24/09	Cab Fare/Ground Transportation Lowell Thomas	48.50
07/24/09	Meals & Tips Spencer Ware-Dinner	20.00
07/24/09	Meals & Tips Clayton Gring-Dinner	7.23
07/24/09	Parking & Tolls Nelson Jarrell	20.00
07/25/09	Meals & Tips Lowell Thomas-Dinner	20.00
07/26/09	Airfare Lowell Thomas-7/27/09-LGA-ORD	274.22
07/27/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars J. McCreery	88.56
07/27/09	Cab Fare/Ground Transportation Jarrin McCreery	42.00
07/27/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/27/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/27/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
07/27/09	Cab Fare/Ground Transportation Clayton Gring	88.00
07/27/09	Cab Fare/Ground Transportation Spencer Ware Travel from Hoboken to Newark Airport	80.00
07/27/09	Cab Fare/Ground Transportation Spencer Ware Travel from O'Hare Airport to 110 North Wacker, Chicago, IL	45.00
07/27/09	Cab Fare/Ground Transportation Adam Sanderson	33.00
07/27/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/27/09	Cab Fare/Ground Transportation Brenda Miller	24.00
07/27/09	Cab Fare/Ground Transportation Nelson Jarrell	74.98
07/27/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-7/27/2009	234.43
07/27/09	Lodging Jarrin McCreery-Sheraton-Chicago-7/27/2009-7/30/ 2009	872.44
07/27/09	Lodging Adam Sanderson-W Hotels--7/27/2009	218.11
07/27/09	Parking & Tolls James Mesterharm	31.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/27/09	Meals - Engagement Team Clayton Gring-Dinner-General Growth Properties- Clayton Gring; S Ware; L Thomas	60.00
07/27/09	Meals - Engagement Team Jarrin McCreery-Dinner-Ggp-Mike DeGraf;Jarrin McCreery;Scott Jarrell	60.00
07/28/09	Airfare Adam Sanderson-8/3/2009-DAL-MDW	612.90
07/28/09	Cab Fare/Ground Transportation Adam Sanderson	28.00
07/28/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/28/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
07/28/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/28/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/28/09	Cab Fare/Ground Transportation Spencer Ware	9.00
07/28/09	Cab Fare/Ground Transportation Spencer Ware	6.00
07/28/09	Cab Fare/Ground Transportation Nelson Jarrell	11.00
07/28/09	Lodging Spencer Ware-Sheraton-Chicago-7/28/2009	248.23
07/28/09	Lodging Nelson Jarrell-Sheraton-Chicago-7/27/2009-7/30/2009	872.44
07/28/09	Lodging Adam Sanderson-W Hotels--7/28/2009	218.11
07/28/09	Meals & Tips Jarrin McCreery-Dinner	20.00
07/28/09	Meals & Tips Nelson Jarrell-Dinner	20.00
07/28/09	Parking & Tolls John Dischner	31.00
07/28/09	Parking & Tolls James Mesterharm	31.00
07/28/09	Train Jarrin McCreery-CHICAGO	20.00
07/29/09	Airfare Spencer Ware-07/30/2009-EWR from ORD	629.20
07/29/09	Cab Fare/Ground Transportation Spencer Ware	18.00
07/29/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/29/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
07/29/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/29/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/29/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/29/09	Cab Fare/Ground Transportation Nelson Jarrell	9.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/29/09	Cab Fare/Ground Transportation Brenda Miller	23.00
07/29/09	Lodging Adam Sanderson-W Hotels--7/29/2009	218.11
07/29/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago-7/27/2009-7/30/2009	872.44
07/29/09	Lodging Spencer Ware-Westin Hotels And Resorts-Chicago-7/29/2009-7/30/2009	436.22
07/29/09	Meals & Tips Nelson Jarrell-Dinner	20.00
07/29/09	Meals & Tips Jarrin McCreery-Dinner	20.00
07/29/09	Parking & Tolls John Dischner	36.00
07/29/09	Parking & Tolls James Mesterharm	31.00
07/29/09	Meals - Engagement Team Clayton Gring-Dinner-General Growth Properties-C layton Gring;Lowell Thomas;Spencer Ware	60.00
07/30/09	Airfare Clayton Gring-08/03/2009-IAH/ORD/IAH	747.69
07/30/09	Airfare Lowell Thomas-7/31/09-ORD-LGA	276.50
07/30/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/30/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/30/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
07/30/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
07/30/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/30/09	Cab Fare/Ground Transportation Spencer Ware	13.00
07/30/09	Cab Fare/Ground Transportation Spencer Ware Travel from 110 North Wacker, Chicago, IL to O'Hare Airport	45.00
07/30/09	Cab Fare/Ground Transportation Spencer Ware Travel from Newark Airport to Hoboken, NJ	60.00
07/30/09	Cab Fare/Ground Transportation Nelson Jarrell	9.00
07/30/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/30/09	Lodging Adam Sanderson-W Hotels--7/30/2009	218.11
07/30/09	Parking & Tolls James Mesterharm	31.00
07/30/09	Parking & Tolls John Dischner	31.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/30/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Team-Jarrin McCreery;Br a Miller;Mike Degraf;Scott Jarrell	80.00
07/30/09	Meals - Engagement Team Lowell Thomas-Dinner-Ggp-Clayton Gring;Lowell Thomas;Spencer Ware	60.00
07/31/09	Cab Fare/Ground Transportation Jarrin McCreery	29.90
07/31/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
07/31/09	Cab Fare/Ground Transportation Adam Sanderson	34.00
07/31/09	Cab Fare/Ground Transportation Nelson Jarrell	70.00
07/31/09	Cab Fare/Ground Transportation Clayton Gring	10.00
07/31/09	Cab Fare/Ground Transportation Spencer Ware	14.00
07/31/09	Cab Fare/Ground Transportation Lowell Thomas	47.00
07/31/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
07/31/09	Parking & Tolls Adam Sanderson	68.00
07/31/09	Parking & Tolls James Mesterharm	27.00
07/31/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. B Miller Conference calls 7/21	14.40
07/31/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. B Miller Conference calls 7/22	17.12
07/31/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. J Mesterharm's Conference calls 7/20-29	255.56
07/31/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. J Dischner's Conference calls 7/1-29	148.11
07/31/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. S Matrenec's Conference calls 7/9,24	15.86
Total Disbursements		61,546.95



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021593-14

Re: Expenses
Client/Matter # 005717.00118

Disbursement Recap:

Description	Amount
Airfare Change Fees	761.00
Airfare	19,938.29
Cab Fare/Ground Transportation	8,624.57
Phone - Internet Access	29.90
Lodging	26,943.00
Meals & Tips	807.33
Other	-186.18
Parking & Tolls	1,905.00
Long Distance Calls	567.96
Meals - Engagement Team	2,136.08
Train	20.00
Total Disbursements	61,546.95

September 30, 2009

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Re: Post Petition - Financial Advisory
Client: 005717
Inv. No.: 2021840

Federal Tax Id 38-3637158

For Professional Services: August 1, 2009 through August 31, 2009

Current Charges:		Hours	Rate	Amount
Travis Haber	Paraprofessional	18.00	180.00	3,240.00
Julia Mysinger	Paraprofessional	1.70	200.00	340.00
Jarrin McCreery	Analyst	242.50	260.00	63,050.00
Lowell Thomas	Associate	239.40	265.00	63,441.00
Spencer M Ware	Associate	235.50	365.00	85,957.50
Scott Jarrell	Vice President	253.70	395.00	100,211.50
Michael DeGraf	Vice President	213.00	450.00	95,850.00
Clayton Gring	Vice President	265.80	450.00	119,610.00
Scott Matrenec	Director	212.00	510.00	108,120.00
Brenda Miller	Director	156.40	510.00	79,764.00
Adam Sanderson	Director	229.50	555.00	127,372.50
John Dischner	Director	195.60	595.00	116,382.00
Todd Brents	Managing Director	2.80	730.00	2,044.00
James Mesterharm	Managing Director	160.40	790.00	126,716.00
Total Hours & Fees		<u>2,426.30</u>		<u>1,092,098.50</u>
Less 50% Travel				(48,212.75)
Subtotal				<u>1,043,885.75</u>
Less 20% Holdback Expenses				(208,777.15)
				<u>33,049.60</u>
Total Amount Due			USD	<u>868,158.20</u>

Please reference the invoice number noted above on any payment remittance. Thank You.

Send electronic remittance to:

Send check remittance to:

Account Name: AlixPartners, LLP
Account Number: 003-58897
Bank Name: Deutsche Bank
ABA: 021-001-033

AlixPartners, LLP
P.O. Box 5838
Carol Stream, IL 60197-5838

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Project Code	Description	Amount
005717.00100	Post Petition - Financial Advisory	31,062.00
005717.00101	Post Petition - CMS Related Work	7,689.50
005717.00102	Post Petition - Travel billed at 50%	96,425.50
005717.00103	Cash Forecasting/Cash Planning	106,498.50
005717.00104	DIP Lender Activities	3,264.00
005717.00105	Business Plan Activities/Cost Reduction	67,522.00
005717.00106	Claims Analysis/Settlement Related Work	14,043.00
005717.00107	Individual Entity Analysis	103,162.00
005717.00110	MOR Reporting	12,080.50
005717.00112	Schedules & SOFAs	239,852.50
005717.00114	Intercompany Review & Analysis	80,441.50
005717.00115	Constituent Communication & Discussion	165,065.50
005717.00116	Financial Analysis	164,176.00
005717.00117	Invoice Preparation	816.00
Total Fees Incurred		1,092,098.50

Expenses	Amount
Airfare	12,466.83
Cab Fare/Ground Transportation	5,524.96
Client Meals & Entertainment	81.57
Phone - Internet Access	20.26
Lodging	12,970.98
Meals & Tips	718.33
Parking & Tolls	504.00
Long Distance Calls	10.11
Postage/Messenger/Courier	12.56
Meals - Engagement Team	740.00
Total Disbursements	33,049.60

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-1

Re: Post Petition - Financial Advisory
Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
08/03/09	JAD	Plan process call and follow-up.	1.20
08/03/09	JAD	Call regarding potential term sheets.	0.80
08/03/09	JAM	Attend plan process conference call.	1.30
08/03/09	JAM	Meeting with CEO to discuss case strategy.	0.50
08/04/09	JAM	Phone call with outside counsel to discuss case strategy.	0.70
08/05/09	JAM	Phone call with counsel to discuss litigation support issues.	0.30
08/05/09	JAM	Meet with COO to discuss case issues.	0.50
08/06/09	JAD	Updates to board presentation.	1.60
08/06/09	JAM	Prepare for and attend senior leader call.	2.30
08/06/09	JAM	Prepare for and attend meeting on SPE provisions.	1.10
08/07/09	JAD	Update call with working group professionals.	2.10
08/07/09	JAD	Call regarding maturity extensions scenarios.	0.50
08/07/09	JAM	Prepare for and attend WIP call.	3.10
08/10/09	JAD	Review tax analyses.	2.60
08/10/09	JAD	Meeting regarding board presentation.	1.50
08/10/09	JAM	Attend WIP call.	0.70
08/11/09	JAD	Review board presentation.	2.70
08/11/09	JAD	Prepare for and attend meeting regarding board presentation.	1.40
08/11/09	JAD	Finalize board presentation prior to meeting.	1.20
08/11/09	JAM	Review motions to dismiss opinion.	1.30
08/13/09	JAM	Prepare for and attend secured lender strategy call.	0.70
08/13/09	JAD	Prep for plan process call.	2.40
08/14/09	JAD	Prepare for and attend plan process call.	1.60
08/20/09	JAM	Call with GGP legal to discuss loan document modifications through restructuring.	0.70
08/20/09	JAM	Prepare for and attend call with Navigant and Weil regarding data request of Navigant.	1.10
08/20/09	JAM	Review materials for WIP call.	0.30
08/24/09	JAM	Prepare for and attend WIP call.	0.90

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021840-1

Re: Post Petition - Financial Advisory
 Client/Matter # 005717.00100

Date	Consultant	Description of Services	Hours
08/25/09	JAM	Review of restructuring process memo and provide comments.	0.80
08/26/09	JAM	Prepare for and attend WIP call.	0.70
08/26/09	JAM	Meeting with CEO to discuss restructuring update.	0.60
08/27/09	JAM	GGP update call with team to discuss project status.	0.70
08/28/09	JAM	Prepare for and attend WIP call	1.10
08/28/09	JAM	Discussion regarding emergence plan process memo.	0.60
08/28/09	JAM	Prepare for and attend conference call regarding appraisal work plan.	1.10
08/28/09	JAM	Review subcon work plan document and prepare for meeting.	0.40
08/28/09	JAM	Discussion with CEO regarding restructuring update.	0.50
08/31/09	JAM	Prepare for and attend WIP call	0.30
08/31/09	JAM	Conference call with MB regarding emergence process memo.	0.60
08/31/09	JAD	Prep for and meeting with attorneys re plan issues.	2.20
Total Hours			44.70



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-1

Re: Post Petition - Financial Advisory
Client/Matter # 005717.00100

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	22.90	790.00	18,091.00
John Dischner	21.80	595.00	12,971.00
Total Hours & Fees	44.70		31,062.00

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021840-2

Re: Post Petition - CMS Related Work
 Client/Matter # 005717.00101

Date	Consultant	Description of Services	Hours
08/03/09	AS	Prepare for and attend Wip call.	1.00
08/04/09	JM	Global Notes revisions	0.80
08/05/09	AS	Wip call	0.70
08/07/09	AS	Plan process call.	1.50
08/13/09	JM	Compiled Global notes review	1.10
08/26/09	TH	Tagged duplicates in creditor matrix. Compared addresses and creditors name in order to determine duplicate.	2.00
08/27/09	TH	Tagged duplicates in creditor matrix. Compared addresses and creditors name in order to determine duplicate.	6.00
08/28/09	TH	Tagged duplicates in creditor matrix. Compared addresses and creditors name in order to determine duplicate.	4.00
08/28/09	AS	Prepare for and attend wip meeting.	2.10
08/31/09	TH	Tagged duplicates in creditor matrix. Compared addresses and creditors name in order to determine duplicate.	6.00
08/31/09	JM	Compiled the notice list for the bar date	3.90
Total Hours			29.10



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-2

Re: Post Petition - CMS Related Work
Client/Matter # 005717.00101

Fee Recap:

Consultant	Hours	Rate	Amount
Adam Sanderson	5.30	555.00	2,941.50
Jarrin McCreery	5.80	260.00	1,508.00
Travis Haber	18.00	180.00	3,240.00
Total Hours & Fees	29.10		7,689.50

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021840-3

Re: Post Petition - Travel billed at 50%
 Client/Matter # 005717.00102

Date	Consultant	Description of Services	Hours
08/03/09	SJ	EWB <> ORD	5.00
08/03/09	CGG	Travel from IAH - ORD	4.00
08/03/09	AS	Travel to client.	4.20
08/03/09	JM	Travel to Chicago	4.60
08/06/09	SJ	EWB <> ORD	4.50
08/06/09	SJ	EWB <> ORD (mechanical delay)	2.50
08/06/09	SMW	Travel from client	4.50
08/07/09	AS	Travel from client.	4.50
08/07/09	JM	Travel from ORD to DFW	4.10
08/07/09	JM	Travel delay at airport due to weather	2.30
08/07/09	CGG	Travel from ORD - IAH	4.00
08/10/09	AS	Travel to client.	4.30
08/10/09	LT	Travel LGA - ORD	5.00
08/10/09	CGG	Travel from IAH - ORD	4.00
08/10/09	SJ	EWB <> ORD	4.50
08/10/09	SMW	Travel to client	4.50
08/10/09	JM	Travel from DFW to ORD	4.30
08/13/09	AS	Travel from client.	4.40
08/13/09	SMW	Travel from client	4.50
08/14/09	CGG	Travel from ORD - DFW	4.00
08/14/09	SJ	EWB <> ORD	4.50
08/14/09	LT	Travel ORD - LGA	5.00
08/14/09	JM	Travel from ORD to DFW	4.30
08/17/09	JM	Travel from DFW to ORD	4.30
08/17/09	SJ	EWB <> ORD	4.50
08/17/09	SJ	EWB <> ORD (delay)	2.00
08/17/09	AS	Travel to client.	4.30
08/17/09	SMW	Travel to client	4.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-3

Re: Post Petition - Travel billed at 50%
Client/Matter # 005717.00102

Date	Consultant	Description of Services	Hours
08/17/09	CGG	Travel from IAH - ORD	4.00
08/17/09	JAD	Travel time from Chicago to New York.	4.50
08/17/09	JAM	Travel time Chicago to NY for UCC meeting.	5.00
08/19/09	JAM	Travel time NY to Chicago from UCC meeting.	5.00
08/19/09	JAD	Travel from LGA to ORD.	4.50
08/20/09	CGG	Travel from Chicago to Houston.	4.00
08/20/09	SJ	EWR <> ORD	4.50
08/20/09	JM	Delay due to aircraft mechanics complications	2.30
08/20/09	JM	Travel from ORD to DFW	4.50
08/21/09	SMW	Travel from client	4.50
08/24/09	SMW	Travel to client	4.50
08/24/09	SJ	EWR <> ORD	4.50
08/24/09	CGG	Travel from IAH - ORD	4.00
08/24/09	LT	Travel LGA - ORD	5.00
08/24/09	JM	Travel from DFW to ORD	4.20
08/24/09	AS	Travel to client.	4.30
08/27/09	AS	Travel from client.	4.40
08/27/09	JM	Travel from ORD to DFW	4.60
08/27/09	SMW	Travel from client	4.50
08/28/09	SJ	EWR <> ORD	4.50
08/28/09	LT	Travel ORD - LGA	5.00
08/28/09	CGG	Travel from ORD - IAH	4.00
08/30/09	SMW	Travel to client	4.50
08/31/09	LT	Travel LGA - ORD	5.00
08/31/09	AS	Travel to client.	4.30
08/31/09	JM	Travel from DFW to ORD	4.10
08/31/09	CGG	Travel from IAH - ORD	4.00
08/31/09	JM	Delay due to aircraft mechanics complications	1.60



Chicago Dallas Detroit Dusseldorf London Los Angeles
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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-3

Re: Post Petition - Travel billed at 50%
Client/Matter # 005717.00102

Total Hours 236.90

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-3

Re: Post Petition - Travel billed at 50%
Client/Matter # 005717.00102

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	10.00	790.00	7,900.00
John Dischner	9.00	595.00	5,355.00
Adam Sanderson	34.70	555.00	19,258.50
Scott Jarrell	41.00	395.00	16,195.00
Clayton Gring	36.00	450.00	16,200.00
Lowell Thomas	25.00	265.00	6,625.00
Spencer M Ware	36.00	365.00	13,140.00
Jarrin McCreery	45.20	260.00	11,752.00
Total Hours & Fees	236.90		96,425.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
08/01/09	CGG	Prepared 13 week forecast analysis and delivered to external creditor advisors for review.	0.90
08/03/09	CGG	Researched actuals variance reports. Updated variance report for joint venture activity and prepared for reconciliation meeting with internal staff.	3.80
08/03/09	CGG	Worked with 2 year cash forecast and updated model based on updated JV and revenue at risk forecast calculations.	2.10
08/03/09	CGG	Prepared 2 year cash forecast reporting package for external creditor advisors. Delivered to external staff for review.	1.50
08/03/09	JAM	Attend meeting on cash flow forecast.	1.10
08/03/09	JAM	Review cash model,	0.40
08/03/09	JAM	Review daily cash position	0.20
08/03/09	LT	Updated checks data for week ended 7/31/09.	1.70
08/03/09	LT	Updated ACH data for week ended 7/31/09.	1.50
08/03/09	LT	Updated controlled disbursements for week ended 7/31/09.	2.10
08/03/09	LT	Prepared summary of cash activity for week ended 7/31/09.	1.60
08/03/09	LT	Investigated JV management expenses in long term cash forecast.	2.10
08/03/09	SMM	Review and follow-up regarding monthly cash forecast	2.90
08/04/09	JAM	Review revised 2 year cash flow analysis.	0.80
08/04/09	JAD	Review corporate overhead analyses and discuss with management.	2.50
08/04/09	LT	Updated debt payments for week ended 7/31/09.	1.80
08/04/09	LT	Updated wire payments for week ended 7/31/09.	2.10
08/04/09	LT	Updated JV activity for week ended 7/31/09.	1.40
08/04/09	LT	Updated MPC activity for week ended 7/31/09.	1.20
08/04/09	LT	Prepared cash variance analysis for week ended 7/31/09.	1.80
08/04/09	LT	Investigated/updated GGMI activity for week ended 7/31/09.	1.50
08/04/09	SJ	Weekly Check and ACH data import, analysis, QC, and reporting.	3.30

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
08/04/09	CGG	Reviewed 2 year forecast and updated cash model bridge between R24 versions. Prepared for and participated in cash model review meeting with external staff. Updated bridge accordingly following meeting.	2.80
08/04/09	CGG	Began working with updated cash model information to update adequate protection analysis at the request of external staff.	2.10
08/04/09	CGG	Prepared for and met with internal staff regarding 10 year forecast and actuals reporting processes.	1.20
08/05/09	CGG	Updated cash model for actuals and rolled out 13 week forecast.	2.20
08/05/09	CGG	Worked with actuals data and July R24 data to update actuals reporting package. Formatted and analyzed data and prepared additional information requests for internal staff.	3.60
08/05/09	CGG	Continued to work with actuals data received from company. Ran anomaly check and updated analysis accordingly.	3.70
08/05/09	CGG	Prepared for and met with internal staff regarding headquarter costs and jv management expenses and their treatment in the 10 year forecast.	1.30
08/05/09	CGG	Worked with source data and related cash model to reflect updates to cash forecast. Delivered to external staff for review.	1.80
08/05/09	CGG	Finalized updates to cash model and updated R24 reconciliation and reporting package.	1.10
08/05/09	SMM	Review of monthly cash forecast	3.60
08/05/09	JAM	Review cash forecast model and bonding analysis.	1.20
08/06/09	CGG	Continued preparation of support files to be delivered to creditor advisory staff upon request. Delivered to external staff for review.	2.90
08/06/09	CGG	Updated cash forecast based on updated information from company.	2.70
08/06/09	CGG	Continued preparation of reporting package and cash flow assumption support at the request of creditor advisors.	3.90

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
08/07/09	CGG	Finalized reporting package and delivered to external creditor advisory staff upon request.	2.10
08/07/09	CGG	Prepared additional JV forecast cash forecast support file at the request of creditor advisory staff. Delivered to external staff for review.	0.90
08/07/09	SMM	Review of property level forecast	2.80
08/08/09	LT	Finalized cash variance analysis for week ended 7/31/09.	2.40
08/09/09	CGG	Prepared for and participated in call with external staff regarding 10 year forecast and value allocation model.	0.50
08/10/09	CGG	Worked with external staff to update cash forecast analyses to be presented to internal management team and board of directors.	3.90
08/10/09	CGG	Began preparation of updated monthly cash forecast and bridge analysis to be included in cash presentation to board.	3.70
08/10/09	CGG	Worked with external staff to update 10 year cash forecast analyses to include no paydown scenarios.	3.60
08/10/09	CGG	Reviewed board presentation in preparation for meeting with external staff.	0.70
08/11/09	CGG	Worked with internal and external staff on 10 year cash forecasts. Researched and adjusted forecasts for bonus accrual, corporate headquarter costs and exit fees.	4.00
08/11/09	CGG	Continued to update 10 year cash forecast analyses to prepare cash presentation for executive team and board of directors.	3.80
08/11/09	CGG	Prepared and met with external staff regarding 10 year cash forecasts. Updated presentation to board accordingly following discussions.	2.70
08/11/09	CGG	Finalized 10 year cash forecast analyses and board presentation. Delivered to external staff for review.	1.60
08/11/09	LT	Updated checks and ACHs for week ended 8/7/09.	2.10
08/11/09	JAD	Work relating to MPC forecasts.	2.10
08/11/09	JAM	Review cash position.	0.30

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
08/12/09	LT	Updated controlled disbursements for week ended 8/7/09.	1.20
08/12/09	LT	Updated MPC activity for week ended 8/7/09.	1.10
08/12/09	LT	Updated/investigated debt payments for week ended 8/7/09.	2.40
08/12/09	LT	Updated/investigated wire payments for week ended 8/7/09.	2.10
08/12/09	LT	Updated JV activity for week ended 8/7/09.	1.20
08/12/09	CGG	Updated cash forecast and related slides in preparation for meeting with unsecured creditors.	3.20
08/12/09	CGG	Prepared cash balance bridge to prior forecasts delivered to unsecured creditors committee.	0.80
08/13/09	LT	Prepared cash variance analysis for week ended 8/7/09.	2.10
08/13/09	LT	Updated bank account balances for week ended 8/7/09.	1.20
08/13/09	LT	Investigated JV cash activity for week ended 8/7/09.	0.90
08/13/09	LT	Finalized cash variance analysis for week ended 8/7/09.	1.50
08/14/09	CGG	Updated cash forecast based on information received from company. Prepared updated 13 week forecast for creditor committee presentation.	3.20
08/14/09	CGG	Updated cash analyses based on comments from external staff. Created bridge between forecasted and actual cash in preparation for meeting with creditor committee.	2.80
08/14/09	SMM	Review of expenditures and GGP financial performance	3.20
08/14/09	JAM	Review UCC reporting on cash forecast.	0.70
08/15/09	SMM	Review cash forecast and draft presentation to UCC	3.40
08/16/09	CGG	Updated cash forecast analyses for creditor committee presentation and delivered to external staff for inclusion in presentation.	1.20
08/17/09	CGG	Ran various cash forecast analyses based on 2009 actuals data received from internal staff. Delivered results to external staff in preparation for meeting with creditor committee advisors.	3.20
08/17/09	SJ	Weekly Bank data and Check/ACH data.	3.40
08/17/09	SMM	Review cash forecast information	3.10

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
08/17/09	CGG	Updated cash forecast based on updated debt service information received from external staff.	2.70
08/17/09	LT	Updated checks & ACHs for week ended 8/14/09.	2.10
08/17/09	LT	Updated secured interest and principal amortization forecast for 13-week cash forecast.	1.80
08/18/09	LT	Updated controlled disbursements for week ended 8/17/09.	1.40
08/18/09	LT	Updated intercompany transactions for week ended 8/17/09.	1.20
08/18/09	LT	Updated/investigated JV activity for week ended 8/17/09.	2.50
08/18/09	CGG	Updated cash forecast based on information received from external staff.	0.90
08/18/09	SMM	Review of cash forecast reporting	2.50
08/19/09	CGG	Updated MPC forecast analysis based on updated information from internal staff and delivered to external staff for review.	2.10
08/19/09	CGG	Worked with information from external staff to update 13 week and monthly cash forecast and supporting documentation in preparation for delivery to external creditor advisory staff.	2.90
08/19/09	SMM	Review cash forecast, including historical disbursements	2.80
08/19/09	LT	Updated wire payments for week ended 8/17/09.	2.40
08/19/09	LT	Updated bank account balances for week ended 8/17/09.	1.50
08/19/09	LT	Updated debt payments for week ended 8/17/09.	2.10
08/19/09	LT	Updated MPC activity for week ended 8/17/09.	1.20
08/20/09	LT	Investigated utility payments for week ended 8/17/09.	0.90
08/20/09	LT	Prepared summary of cash activity for week ended 8/17/09.	1.40
08/20/09	LT	Prepared cash variance to actual analysis for week ended 8/17/09.	1.80
08/21/09	LT	Finalized cash variance analysis for week ended 8/17/09.	2.60
08/21/09	SMM	Review historical weekly cash activity information	1.60
08/24/09	CGG	Updated cash forecast analysis to reflect actuals and adjusted cash balances in preparation for delivery to external creditor	2.70

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
		advisors.	
08/24/09	LT	Updated issued check data for week ended 8/17/09.	1.30
08/24/09	LT	Updated ACH data for week ended 8/17/09.	1.20
08/24/09	LT	Prepared summary of cash activity for week ended 8/21/09.	2.50
08/24/09	SMM	Discussion of Bond and LOC information	1.40
08/25/09	SMM	Call and follow up regarding cash flow and debt information with WGM	3.40
08/25/09	SMM	Analysis of property level cash flow and financing alternatives	3.70
08/25/09	LT	Updated controlled disbursements for week ended 8/21/09.	1.10
08/25/09	LT	Updated intercompany activity for week ended 8/21/09.	1.50
08/25/09	LT	Updated bank account balances for week ended 8/21/09.	1.40
08/25/09	LT	Updated JV activity for week ended 8/21/09.	1.30
08/25/09	JAM	Review cash forecast model.	0.40
08/26/09	JAM	Review cash forecast.	0.20
08/26/09	CGG	Worked with 2 year and 10 year forecasts to prepare NOI reconciliation files at the request of external staff.	2.80
08/26/09	LT	Updated wire payments for week ended 8/21/09.	1.90
08/26/09	LT	Updated debt payments for week ended 8/21/09.	1.60
08/26/09	LT	Updated MPC activity for week ended 8/21/09.	0.80
08/26/09	SMM	Additional analysis of property level cash flow and financing alternatives	3.40
08/26/09	CGG	Researched and prepared cash forecasts at the request of external financial advisory staff.	1.90
08/27/09	SMM	Review of property level forecast information	2.70
08/27/09	CGG	Finalized update to 13 week cash forecast in preparation for delivery to external creditor advisors.	2.10
08/27/09	LT	Prepared cash variance analysis for week ended 8/21/09.	2.50
08/27/09	LT	Investigated JV forecast vs. actual activity for week ended 8/21/09.	1.30

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Date	Consultant	Description of Services	Hours
08/27/09	CGG	Prepared updated 13 week cash forecast to be delivered to external creditor advisory staff.	3.40
08/28/09	LT	Finalized cash variance analysis for week ended 8/21/09.	2.20
08/28/09	CGG	Prepared for and met with internal and external staff to discuss 13 week cash forecast updates.	1.90
08/28/09	CGG	Prepared variance analysis and updated 13 week forecast accordingly following meetings with internal and external staff.	1.10
08/28/09	SMM	Preparation and call with WGM regarding cash forecast and debt information	0.90
08/28/09	SMM	Review of cash reporting	2.40
08/31/09	JAM	Review 13 week cash model update and provide comments.	0.80
08/31/09	CGG	Updated 13 week cash forecast in preparation for delivery to external advisory staff.	2.50
08/31/09	LT	Updated issued checks for week ended 8/28/09.	1.90
08/31/09	LT	Updated ACH data for week ended 8/28/09.	1.40
08/31/09	LT	Updated controlled disbursements for week ended 8/28/09.	2.10
08/31/09	LT	Updated intercompany activity for week ended 8/28/09.	1.30
08/31/09	CGG	Finalized 13 week cash forecast and delivered to external staff for review.	1.30
08/31/09	CGG	Researched various questions to 13 week forecast from external staff following review of cash forecast.	1.20
08/31/09	CGG	Began preparation of ordinary and development capital reconciliations in preparation for meeting with external creditor advisors.	4.00
Total Hours			261.40



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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-4

Re: Cash Forecasting/Cash Planning
Client/Matter # 005717.00103

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	6.10	790.00	4,819.00
John Dischner	4.60	595.00	2,737.00
Scott Matrenec	43.80	510.00	22,338.00
Scott Jarrell	6.70	395.00	2,646.50
Clayton Gring	113.00	450.00	50,850.00
Lowell Thomas	87.20	265.00	23,108.00
Total Hours & Fees	261.40		106,498.50



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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-5

Re: DIP Lender Activities
Client/Matter # 005717.00104

Date	Consultant	Description of Services	Hours
08/26/09	SMM	Review and follow up on DIP information compliance	3.10
08/31/09	SMM	Review of 13 week cash forecast and other DIP compliance information	3.30
Total Hours			6.40



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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-5

Re: DIP Lender Activities
Client/Matter # 005717.00104

Fee Recap:

Consultant	Hours	Rate	Amount
Scott Matrenec	6.40	510.00	3,264.00
Total Hours & Fees	6.40		3,264.00

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021840-6

Re: Business Plan Activities/Cost Reduction
 Client/Matter # 005717.00105

Date	Consultant	Description of Services	Hours
08/03/09	JAD	Call regarding presentation.	0.70
08/03/09	JAD	Work relating to recovery analysis.	2.50
08/03/09	JAD	Meeting regarding tax workplan and open AlixPartners items. Follow-up with staff regarding.	1.90
08/03/09	JAM	Attend corporate re-engineering meeting	4.10
08/04/09	JAM	Attend meeting to discuss projections.	2.40
08/04/09	JAM	Attend meeting to discuss business strategic portfolio plan.	1.20
08/04/09	JAM	Work on corporate re-engineering project	1.20
08/04/09	SMM	Meeting regarding corporate costs and review of projections	2.70
08/04/09	JAD	Work relating to workplan development.	2.00
08/04/09	JAD	Strategy discussion with management.	0.90
08/05/09	JAM	Attend meeting to review MPC revised plan and discuss reconciliation to prior analyses.	3.10
08/06/09	SMM	Discussion and review of debt information	2.80
08/06/09	SMM	Coordination of business plan information	3.20
08/06/09	JAD	Senior strategy call.	1.60
08/06/09	JAD	Corporate overhead meeting and follow-up.	1.60
08/06/09	JAD	Work relating to reivewing tax analysis and preliminary forecasts.	1.90
08/06/09	JAM	Meet to review and discuss corporate projections.	1.10
08/07/09	SMM	Meeting and follow-up regarding corporate cost	3.30
08/07/09	JAD	Meeting with management regarding 10-year forecasts.	1.50
08/09/09	SMM	Discussion and follow-up regarding business plan, including review of forecast	2.20
08/10/09	SMM	Internal meeting regarding corporate forecast, including follow-up	3.20
08/10/09	SMM	Discussion and analysis of MPC business plan	2.10
08/10/09	JAD	Review international cash flows.	1.60
08/10/09	JAD	Review corporate overhead forecasts.	0.80

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021840-6

Re: Business Plan Activities/Cost Reduction
 Client/Matter # 005717.00105

Date	Consultant	Description of Services	Hours
08/10/09	JAD	Work relating to board document/presentation and analyses.	4.50
08/10/09	JAM	Meet with Financial Services to review projections and presentation slides.	2.10
08/10/09	JAM	Review OC vs. forecast.	0.60
08/11/09	SMM	Discussion and follow-up regarding legal entity structure	3.20
08/11/09	SMM	Analysis of corporate costs, including internal meeting	2.50
08/12/09	JAD	Prep for and attend board meeting.	6.30
08/13/09	SMM	Internal meeting and prep regarding leasing trends	2.70
08/17/09	SMM	Discussions w/ FTI & HL regarding business plan, including follow-up	2.30
08/17/09	JAD	Prepare board presentation.	4.50
08/18/09	JAD	Meeting to discuss presentation.	4.50
08/18/09	SMM	Review and discuss international NOI w/ internal team	2.80
08/18/09	SMM	Analysis of 10-yr cash flow forecast, including consolidating information	1.40
08/19/09	SMM	Analysis of NOI performance and forecast	3.10
08/19/09	SMM	Participate in call regarding business plan coordination	0.50
08/24/09	JAM	Prepare for and attend meeting to discuss property reviews.	1.80
08/24/09	JAD	Work relating to entity by entity analysis including call/follow-up.	2.20
08/24/09	JAD	Review of recovery analysis and follow-up on other analyses.	2.60
08/24/09	SMM	Review of Argus rollout	2.30
08/25/09	SMM	Review of headquarter cost information	1.10
08/25/09	JAM	Attend meeting with financial services to discuss update schedule on 10 year cash flows.	0.70
08/25/09	JAM	Discuss diligence request from Weil on argus model mappings.	0.20
08/27/09	SMM	Review of FTI 10-yr forecast information request	3.60
08/27/09	JAD	Call regarding MB memo.	0.50

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021840-6

Re: Business Plan Activities/Cost Reduction
 Client/Matter # 005717.00105

Date	Consultant	Description of Services	Hours
08/28/09	JAD	Call regarding prep for SPE board meetings.	0.90
08/31/09	JAD	Review of recovery analysis and open issues.	1.40
08/31/09	JAM	Discussion of recoveries vs. occupancy declines.	0.80
08/31/09	SMM	Meeting and follow up with GGP internal regarding argus forecast	3.10
08/31/09	SMM	Analysis of occupancy and headquarter information	2.60
Total Hours			114.40

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-6

Re: Business Plan Activities/Cost Reduction
Client/Matter # 005717.00105

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	19.30	790.00	15,247.00
John Dischner	44.40	595.00	26,418.00
Scott Matrenec	50.70	510.00	25,857.00
Total Hours & Fees	114.40		67,522.00

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021840-7

Re: Claims Analysis/Settlement Related Work
 Client/Matter # 005717.00106

Date	Consultant	Description of Services	Hours
08/03/09	SMM	Meeting and follow-up regarding claims	2.60
08/03/09	AS	Prepared for and met with staff regarding valuation model.	1.20
08/04/09	BM	Respond to various questions and research issues related to first day motion payments. Review and research guaranty information.	2.90
08/10/09	JAM	Discussion with procurement on critical vendor related issues.	0.50
08/11/09	JAM	Analyze claims by debtor and discuss analysis with COO.	1.20
08/12/09	AS	Met with client regarding lien settlement procedures.	2.20
08/13/09	JAM	Meet with company team to discuss lien settlement issues.	1.10
08/14/09	AS	Prepare for and attend Work flow process meeting.	2.10
08/14/09	AS	Prepare updates to claims data.	1.00
08/17/09	BM	Attend and debrief from mechanics claims resolution meeting with Weil and GGP teams.	1.80
08/17/09	AS	Prepared for and met with client regarding lien settlement procedures.	1.30
08/26/09	JAM	Prepare for and attend meeting regarding lien resolution.	1.10
08/26/09	JAM	Review issues around specific property lien settlement and discuss with company and outside counsel.	0.40
08/31/09	JM	Claims database overview	3.40
08/31/09	MDD	Review of claims database and claims filed to date, correspondence	3.80
Total Hours			26.60



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General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-7

Re: Claims Analysis/Settlement Related Work
Client/Matter # 005717.00106

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	4.30	790.00	3,397.00
Scott Matrenec	2.60	510.00	1,326.00
Brenda Miller	4.70	510.00	2,397.00
Adam Sanderson	7.80	555.00	4,329.00
Michael DeGraf	3.80	450.00	1,710.00
Jarrin McCreery	3.40	260.00	884.00
Total Hours & Fees	26.60		14,043.00

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021840-8

Re: Individual Entity Analysis
 Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
08/03/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	3.90
08/04/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	3.90
08/04/09	AS	Prepare for and attend individual entity meeting.	3.40
08/04/09	BM	Prepare for, attend and debrief from Individual Entity Analysis Meeting. Review documents and discuss with team.	2.80
08/04/09	JAM	Attend meeting regarding individual entity analysis.	2.10
08/04/09	SJ	Responded to various client and emails related to client requests.	1.40
08/05/09	SJ	Responded to various client and emails related to client requests.	1.50
08/05/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	3.80
08/06/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	3.90
08/06/09	SJ	Responded to various client and emails related to client requests.	2.40
08/07/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	3.70
08/10/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	3.90
08/10/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	2.10
08/10/09	AS	Prepare for and attend entity analysis meeting.	2.60
08/10/09	BM	Prepare for, attend and debrief from Individual Entity Analysis discussion. Discuss changes to analysis with team.	3.80
08/10/09	SJ	Updates to reflect the removal of Goldman loan. Updates to account for co-debtor relationships in Unsecured Creditor Analysis.	3.60

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-8

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
08/10/09	SJ	Updates to D1 Schedule and Secured Class 2 debt.	1.30
08/10/09	SJ	Critical Vendor/Unsecured Creditor Analysis- Without Tenant Allowance	3.80
08/10/09	SJ	Critical Vendor/Unsecured Creditor Analysis- With Tenant Allowance	3.10
08/10/09	JAM	Attend entity analysis discussion.	2.10
08/11/09	SJ	Class 2/Class 8 Claims analysis, investigation, and reporting.	3.20
08/11/09	SJ	Unsecured creditor analysis. reporting related to specific entities being reviewed by GGP/Alix personnel.	3.40
08/11/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	1.90
08/11/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	3.80
08/12/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	3.90
08/12/09	SJ	Unsecured creditor analysis. Reporting related to specific entities being reviewed by GGP/Alix personnel.	3.40
08/13/09	BM	Review notes and discuss updates and changes to claim information for the Individual Entity Analysis with team.	2.10
08/13/09	BM	Attend and debrief from Individual Entity Analysis meeting with team.	2.80
08/13/09	SJ	Meetings and workplan for updates to the Unsecured Creditors analysis.	3.60
08/13/09	JAD	Entity by entity meeting and analysis.	2.10
08/13/09	JAM	Prepare for and attend entity review meeting	2.10
08/13/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	3.90
08/13/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	1.80

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Invoice # 2021840-8

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
08/14/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	1.30
08/14/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in open AP file, accruals, TAs and tax data, discussed analysis with Alix team	3.90
08/14/09	SJ	Updates to Unsecured creditor analysis reporting.	3.30
08/14/09	SJ	Updates to Unsecured creditor analysis	3.60
08/14/09	SJ	Updates to Open A/P in the Summary.	3.50
08/15/09	SJ	Updates to reporting for Unsecured Creditors analysis.	2.30
08/17/09	SJ	Reporting updates for Unsecured Creditors analysis. Limitation to Entities with Class 2 Secured debt. Verification of Mechanic Liens.	3.60
08/17/09	BM	Prepare responses for tenant allowance notice. Review and discuss updated Individual Entity Analysis reports with team.	3.70
08/17/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	3.30
08/18/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	3.80
08/18/09	SJ	Updates to Unsecured Creditors analysis to reflect detail for select Class 5 claims. Revised Summary of Unsecured Creditors Analysis	1.40
08/19/09	SJ	Completion of Unsecured Creditors analysis summary matrix.	3.90
08/19/09	SJ	Modification of Unsecured Creditors analysis summary matrix after reclassification of select Class 5 claims into Class 2.	3.80
08/19/09	SJ	QC of Unsecured Creditors analysis	0.70
08/19/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	2.60
08/20/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	2.10

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Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
08/21/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	2.70
08/21/09	SJ	Unsecured Creditors Analysis Reconciliation to Schedules.	3.40
08/21/09	SJ	Updates/Edits to the Unsecured Creditors Analysis.	3.80
08/22/09	SJ	Unsecured Creditors Analysis Reconciliation to Schedules. Class 2	3.90
08/22/09	SJ	Unsecured Creditors Analysis Reconciliation to Schedules. Class 7.	1.50
08/22/09	SJ	Unsecured Creditors Analysis Reconciliation to Schedules. Class 3.	3.50
08/23/09	MDD	Review of unsecured creditor database and analysis, compared the analysis with the draft Schedules data, discussed analysis with AlixPartners team	3.50
08/24/09	SMM	Follow up and discussion regarding Oakwood information request	1.20
08/24/09	AS	Entity Analysis meeting	2.10
08/24/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in new open AP file	1.80
08/24/09	SJ	Unsecured Creditors Analysis Reconciliation to Schedules. Modify Class 3 in Unsecured Creditors Analysis.	3.60
08/24/09	SJ	Unsecured Creditors Analysis Reconciliation to Schedules. Modify Class 6 in Unsecured Creditors Analysis.	3.30
08/24/09	SJ	Unsecured Creditors Analysis Reconciliation to Schedules. Modify Class 2,4 in Unsecured Creditors Analysis.	3.80
08/24/09	SJ	Unsecured Creditors Analysis Reconciliation to Schedules. Modify Class 7 in Unsecured Creditors Analysis.	0.60
08/24/09	BM	Discuss individual entity analysis with team. Review reconciliation of analysis to Schedules and SOFAs data. Continue to research outstanding Schedules items.	3.10
08/25/09	SJ	Unsecured Creditors Analysis Reconciliation to Schedules. Modify select Class 7 claims in Unsecured Creditors Analysis.	3.10

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Re: Individual Entity Analysis
Client/Matter # 005717.00107

Date	Consultant	Description of Services	Hours
08/25/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in new open AP file	0.90
08/26/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	2.20
08/27/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	3.90
08/27/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in new open AP file	2.90
08/27/09	SJ	Updates to reporting in Unsecured Creditor Analysis.	3.80
08/27/09	SJ	Updates to include new classes in the Unsecured Creditor Analysis.	2.70
08/28/09	SJ	Updates to source data for Unsecured Creditor Analysis.	3.60
08/28/09	MDD	Analysis of potential creditors by legal entity and property, mapping vendor types in new open AP file	3.90
08/28/09	MDD	Analysis of open accounts payable records and categorization of creditors for unsecured creditors database	2.10
08/28/09	MDD	Review of unsecured creditor database and analysis, compared the analysis with the draft Schedules data, discussed analysis with AlixPartners team	2.10
08/28/09	BM	Discuss and review reports for Individual Entity Analysis meeting with team.	2.80
08/31/09	BM	Attend and debrief from WIP call with team. Discuss and review Individual Entity Analysis reports with Alix team.	3.80
08/31/09	BM	Review and discuss individual entity analysis reports with team.	2.60
08/31/09	MDD	Review of unsecured creditor database and analysis, compared the analysis with the draft Schedules data, discussed analysis with AlixPartners team	3.90
Total Hours			230.00



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Invoice # 2021840-8

Re: Individual Entity Analysis
Client/Matter # 005717.00107

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	6.30	790.00	4,977.00
John Dischner	2.10	595.00	1,249.50
Scott Matrenec	1.20	510.00	612.00
Brenda Miller	27.50	510.00	14,025.00
Adam Sanderson	8.10	555.00	4,495.50
Michael DeGraf	87.40	450.00	39,330.00
Scott Jarrell	97.40	395.00	38,473.00
Total Hours & Fees	230.00		103,162.00

General Growth Properties
 Adam Metz, CEO
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Invoice # 2021840-9

Re: MOR Reporting
 Client/Matter # 005717.00110

Date	Consultant	Description of Services	Hours
08/05/09	AS	Review draft of the MOR.	1.10
08/06/09	AS	Prepare updates to the MOR.	2.50
08/07/09	AS	Prepare updates to the MOR.	1.10
08/08/09	AS	Final review of MOR	0.80
08/19/09	AS	Research MOR reporting issues.	3.80
08/19/09	JAM	Look up information on MOR regarding professional payments.	0.60
08/20/09	AS	Research MOR reporting issues.	1.70
08/21/09	AS	Review MOR payments.	1.70
08/24/09	AS	Calculate UST Fees.	2.80
08/25/09	AS	Validate UST fees.	1.00
08/26/09	SJ	Calculation of Monthly Operating Report intercompany numbers.	2.40
08/28/09	SJ	Monthly Operating Report Summary.	3.80
Total Hours			23.30



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Invoice # 2021840-9

Re: MOR Reporting
Client/Matter # 005717.00110

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	0.60	790.00	474.00
Adam Sanderson	16.50	555.00	9,157.50
Scott Jarrell	6.20	395.00	2,449.00
Total Hours & Fees	23.30		12,080.50

General Growth Properties
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Invoice # 2021840-10

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
08/03/09	MDD	Analysis of prepaid and other assets for inclusion in Schedules, correspondence	2.90
08/03/09	MDD	Review of SOFA/Schedules database and information, preparation and updates to Schedule/SOFA summary and attachments	3.30
08/03/09	AS	Review and verify updated guaranty information.	2.10
08/03/09	AS	Review updated debt reporting with the client.	1.40
08/04/09	AS	Prepare and review schedule analysis.	2.90
08/04/09	AS	Work with counsel to identify co-debtors. Develop electronic version of co-debtor listing.	3.40
08/04/09	AS	Prepare schedules and sofas.	2.20
08/04/09	MDD	Review of SOFA/Schedules database and information, preparation and updates to Schedule/SOFA summary and attachments	3.20
08/04/09	JM	Edits to E-01/E-03 schedules	3.40
08/04/09	JM	SOFA/Schedule QC	3.90
08/04/09	JM	Schedule report formatting	1.40
08/04/09	JM	Printed and sent updated schedules out for review	2.10
08/04/09	MDD	Analysis of prepaid and other assets for inclusion in Schedules, correspondence	3.10
08/04/09	BM	Research claims info and discuss schedules information.	1.60
08/05/09	MDD	Analysis of prepaid and other assets for inclusion in Schedules, correspondence	3.40
08/05/09	JM	Printed and sent updated schedules out for review	1.70
08/05/09	JM	Schedule report formatting	1.30
08/05/09	JM	SOFA/Schedule QC	3.80
08/05/09	JM	Edits to E-01/E-03 schedules	1.20
08/05/09	MDD	Review of SOFA/Schedules database and information, preparation and updates to Schedule/SOFA summary and attachments	2.90

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Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
08/05/09	JM	SOFA/Schedule revisions based on review	3.90
08/05/09	AS	Prepare schedules and sofas.	3.50
08/05/09	AS	Met with GGP regarding debt schedule.	1.00
08/05/09	AS	Call with Sylvia Mayer regarding items to update in the schedules. Review items in database.	1.80
08/06/09	AS	Prepare updated debt schedule.	1.40
08/06/09	AS	Prepare and review updates to schedules and sofas.	3.60
08/06/09	AS	Discussion with counsel regarding IDOT's.	0.60
08/06/09	JM	SOFA/Schedule revisions based on review	1.90
08/06/09	MDD	Review of SOFA/Schedules database and information, preparation and updates to Schedule/SOFA summary and attachments	3.10
08/06/09	JM	Edits to E-01/E-03 schedules	1.60
08/06/09	JM	SOFA/Schedule QC	3.70
08/06/09	JM	Schedule report formatting	1.70
08/06/09	JM	Printed and sent updated schedules out for review	1.90
08/06/09	MDD	Analysis of unpaid invoices due to unsecured creditors as of filing data, reviewed data for Schedule F	2.90
08/06/09	TBB	Review SOFAS summary documents and discuss with staff.	1.60
08/07/09	BM	Discuss and review Schedules and SOFAs information with team.	1.80
08/07/09	BM	Prepare for, attend and debrief from Plan Process discussion. Discuss status and open questions regarding schedules with team.	3.80
08/07/09	MDD	Analysis of unpaid invoices due to unsecured creditors as of filing data, reviewed data for Schedule F	2.00
08/07/09	JM	Printed and sent updated schedules out for review	1.10
08/07/09	JM	SOFA/Schedule QC	3.90
08/07/09	MDD	Review of SOFA/Schedules database and information, preparation and updates to Schedule/SOFA summary and attachments	2.70

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Invoice # 2021840-10

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
08/07/09	JM	SOFA/Schedule revisions based on review	1.10
08/07/09	AS	Prepare and review footnotes for schedules.	0.80
08/07/09	AS	Prepare schedules and sofas.	3.10
08/10/09	JM	SOFA/Schedule revisions based on review	3.60
08/10/09	JM	Global Notes revisions	0.60
08/10/09	JM	SOFA/Schedule QC	3.80
08/10/09	MDD	Analysis of unpaid invoices due to unsecured creditors as of filing data, reviewed data for Schedule F	3.10
08/10/09	MDD	Analysis of prepetition accounts payable amounts and secured lien holders by mall and legal entity	1.10
08/10/09	AS	Met with staff to discuss schedules analysis	0.80
08/10/09	AS	Prepare schedules analysis.	3.80
08/10/09	AS	Review and update schedules analysis.	3.20
08/10/09	BM	Review and research tenant obligation notices with GGP team. Respond to questions from advisors. Continue to discuss and review Schedules and SOFAs.	2.90
08/11/09	BM	Discuss schedules and SOFAs missing information with team. Review updated data and continue to research open items.	3.80
08/11/09	AS	Review and update schedules analysis.	3.10
08/11/09	MDD	Analysis of prepetition accounts payable amounts and secured lien holders by mall and legal entity	1.10
08/11/09	MDD	Analysis of unpaid invoices due to unsecured creditors as of filing data, reviewed data for Schedule F	3.90
08/11/09	JM	SOFA/Schedule QC	3.10
08/11/09	JM	Global Notes revisions	0.70
08/11/09	JM	SOFA/Schedule revisions based on review	3.90
08/11/09	AS	Prepare update of debt file.	1.60
08/11/09	AS	Prepare and review update to schedules summary.	3.10
08/11/09	AS	Prepare and review update to Class 8 analysis	3.80

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Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
08/11/09	AS	Prepare for and discuss with Mike McVicker regarding forward contracts.	1.00
08/11/09	JM	E-1 and E-3 Schedule changes	3.20
08/12/09	AS	Prepare and review letters to be distributed to lenders.	2.20
08/12/09	AS	Prepare and review updates to debt schedule.	3.20
08/12/09	AS	Make changes and review of schedules.	3.80
08/12/09	JM	SOFA/Schedule revisions based on review	3.70
08/12/09	JM	Updates to debt schedule	3.40
08/12/09	JM	SOFA/Schedule QC	3.90
08/12/09	MDD	Analysis of unpaid invoices due to unsecured creditors as of filing data, reviewed data for Schedule F	3.90
08/12/09	MDD	Analysis of prepetition accounts payable amounts and secured lien holders by mail and legal entity	1.90
08/12/09	BM	Discuss Schedules and SOFAs progress and outstanding issues with GGP legal team. Follow up on missing information with team.	3.30
08/12/09	BM	Discuss tax consolidation groups and other scheduled data with team. Update as necessary and continue to research open items.	2.70
08/13/09	BM	Finalize Global Notes and discuss with team. Discuss and research outstanding mechanics lien issues. Research individual entity analysis questions.	3.20
08/13/09	AS	Prepare update to current debt schedule.	2.90
08/13/09	MDD	Analysis of prepetition accounts payable amounts and secured lien holders by mail and legal entity	1.80
08/13/09	MDD	Analysis of unpaid invoices due to unsecured creditors as of filing data, reviewed data for Schedule F	2.80
08/13/09	JM	SOFA/Schedule QC	3.40
08/13/09	JM	Correspondence regarding SOFA/Schedule review	1.40
08/13/09	JM	Updates to schedule D	1.40
08/13/09	JM	SOFA/Schedule revisions based on review	2.90

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Re: Schedules & SOFAs
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Date	Consultant	Description of Services	Hours
08/14/09	MDD	Analysis of unpaid invoices due to unsecured creditors as of filing data, reviewed data for Schedule F	2.90
08/14/09	AS	Prepared for and met with Linda Wight and Greg Hayes regarding schedules and sofa filing.	1.60
08/14/09	AS	Review updated schedules and sofas data	2.40
08/14/09	BM	Attend and debrief from discussion with GGP legal regarding schedules.	1.70
08/14/09	BM	Attend and debrief from Plan Process call with team.	1.70
08/14/09	BM	Discuss filing logistics for Schedules with Weil team. Discuss updated utility information with Alix team. Follow up on missing information for tenant allowance notices. Research scheduled information with accounting team.	3.10
08/17/09	BM	Review and update reports for Individual Entity Analysis meeting. Continue to review and provide comments on Schedules and SOFAs.	3.30
08/17/09	AS	Prepare updated claims analysis.	2.80
08/17/09	AS	Review of schedules and sofa's data.	2.40
08/17/09	MDD	Analysis of prepetition accounts payable amounts and secured lien holders by mall and legal entity	3.90
08/17/09	MDD	Review of Scheduled assets and liabilities, creation of summary schedules for SOFA/Schedule summary reports, discussed document with Alix team	2.90
08/17/09	JM	SOFA/Schedule revisions based on review	3.60
08/17/09	JM	Global Notes revisions	0.80
08/17/09	JM	Modified schedule reports to reflect more detail	1.10
08/17/09	JM	SOFA/Schedule QC	3.90
08/18/09	JM	SOFA/Schedule QC	3.40
08/18/09	JM	Modified schedule reports to reflect more detail	1.30
08/18/09	JM	Worked on schedules summary attachment and totals	3.10
08/18/09	JM	SOFA/Schedule revisions based on review	3.20
08/18/09	MDD	Review of Scheduled assets and liabilities, creation of	2.70

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Re: Schedules & SOFAs
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Date	Consultant	Description of Services	Hours
		summary schedules for SOFA/Schedule summary reports, discussed document with Alix team	
08/18/09	MDD	Analysis of prepetition accounts payable amounts and secured lien holders by mall and legal entity	3.80
08/18/09	BM	Discuss and review schedules liabilities with GGP and Alix teams.	3.30
08/18/09	BM	Attend and debrief from discussion regarding certain asset information on schedules with GGP and Alix teams. Continue to research outstanding questions regarding tenant allowance notices.	2.90
08/18/09	BM	Discuss and review debt and SID information for schedules with team.	2.30
08/18/09	AS	Prepare and review updates to schedules and sofas.	3.60
08/18/09	AS	Met with client to review schedules status.	1.20
08/18/09	AS	Met with David Charles regarding debt. Update dataset.	3.10
08/18/09	AS	Validate schedules and sofas balances.	2.10
08/19/09	AS	Validate schedules and sofas balances.	3.30
08/19/09	AS	Prepare and review updates to schedules and sofas.	3.80
08/19/09	JM	Global Notes/SOFA answer updates	1.70
08/19/09	BM	Review schedules and provide comments.	3.30
08/19/09	BM	Review and update Schedules Summary and Attachments.	2.80
08/19/09	BM	Review tenant allowance notices with GGP legal. Continue to discuss and review Schedules and Global Notes.	3.80
08/19/09	SJ	Incorporate K&E edits to Schedule and SOFA global notes.	3.20
08/19/09	MDD	Analysis of prepetition accounts payable amounts and secured lien holders by mall and legal entity	3.70
08/19/09	MDD	Review of Scheduled assets and liabilities, creation of summary schedules for SOFA/Schedule summary reports, discussed document with Alix team	3.80
08/19/09	JM	SOFA/Schedule revisions based on review	3.90
08/19/09	JM	Global Notes revisions	0.60

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Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
08/19/09	JM	Worked on schedules summary attachment and totals	2.90
08/19/09	JM	SOFA/Schedule QC	3.20
08/20/09	JM	SOFA/Schedule QC	3.90
08/20/09	BM	Discuss tenant obligation notices and schedules filing with Weil. Discuss schedules filing timeline with team. Continue to review and update schedules info.	3.20
08/20/09	JM	Worked on schedules summary attachment and totals	2.10
08/20/09	JM	Global Notes revisions	0.70
08/20/09	JM	SOFA/Schedule revisions based on review	2.20
08/20/09	MDD	Review of Scheduled assets and liabilities, creation of summary schedules for SOFA/Schedule summary reports, discussed document with Alix team	3.90
08/20/09	MDD	Analysis of prepetition accounts payable amounts and secured lien holders by mall and legal entity	3.90
08/20/09	JM	Research missing addresses for scheduled claimants.	1.70
08/20/09	BM	Review and update Schedules Summary.	3.10
08/20/09	BM	Review and provide updates on Schedules.	2.90
08/20/09	AS	Prepared for and met with client to discuss debt reporting issues.	1.20
08/20/09	AS	Prepare and review updates to schedules and sofas.	3.60
08/20/09	AS	Validate schedules and sofas balances.	2.90
08/21/09	AS	Prepare and review updates to schedules and sofas.	2.90
08/21/09	AS	Verify debt figures for schedules summary.	0.80
08/21/09	AS	Call with David Charles regarding debt schedules. Prepare updates.	2.60
08/21/09	BM	Prepare for, attend and debrief from Plan Process call with team.	0.90
08/21/09	BM	Research various open items for the Schedules Summary. Update global notes from GGP legal and Weil team.	3.30
08/21/09	BM	Review and provide comments on updated Schedules drafts and summary. Update Summary analysis as necessary.	3.60

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Re: Schedules & SOFAs
 Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
08/21/09	BM	Discuss updated data for various Schedules information with team and incorporate into new drafts.	2.30
08/21/09	MDD	Analysis of prepetition accounts payable amounts and secured lien holders by mall and legal entity	3.90
08/21/09	MDD	Review of Scheduled assets and liabilities, creation of summary schedules for SOFA/Schedule summary reports, discussed document with Alix team	2.80
08/21/09	JM	Global Notes revisions	0.60
08/21/09	JM	Modified schedule reports to reflect more detail	2.40
08/21/09	JM	Updates to schedule A	2.30
08/21/09	JM	Made final changes and Printed a set of SOFA/Schedule drafts for review	2.10
08/21/09	JM	SOFA/Schedule QC	3.60
08/22/09	BM	Review schedule and SOFAs comments and questions from Weil.	1.80
08/22/09	JM	QC SOFA/Schedules	3.80
08/22/09	JM	Printed copies of SOFA/Schedules for test run	2.80
08/23/09	BM	Review and discuss reconciliation of schedules and SOFAs data with team.	3.80
08/24/09	BM	Discuss and review schedules with GGP, Weil and Alix teams.	3.90
08/24/09	BM	Attend and debrief from WIP call with team.	1.20
08/24/09	JAM	Call with Weil to discuss SOFA's and individual entity analysis.	0.60
08/24/09	JAM	Review SOFA's and Schedules and provide comments to team.	3.20
08/24/09	BM	Discuss and review outstanding issues regarding Schedules and SOFAs with team.	3.80
08/24/09	MDD	Review of Scheduled assets and liabilities, creation of summary schedules for SOFA/Schedule summary reports, discussed document with Alix team	3.80

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-10

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
08/24/09	JM	SOFA/Schedule QC	3.90
08/24/09	JM	Global Notes revisions	1.20
08/24/09	MDD	Review of draft schedules regarding real and personal property and equipment, correspondence	3.70
08/24/09	MDD	Review of draft schedules regarding unsecured amounts due to creditors and GGP individual entity income, correspondence	2.70
08/24/09	JM	Printed/reviewed drafts of SOFAs/Schedules	2.10
08/24/09	JM	Footnote revision in SOFAs/Schedules	1.90
08/24/09	JM	SOFA/Schedule revisions based on review	2.90
08/24/09	AS	Prepare and review updates to schedules and sofas.	3.10
08/25/09	AS	Prepare and review updates to schedules and sofas.	3.30
08/25/09	AS	Validate schedules and sofas balances.	3.50
08/25/09	AS	Met with Andy Nottenstad regarding letters of credit and bonding.	0.80
08/25/09	JM	SOFA/Schedule revisions based on review	3.10
08/25/09	JM	Footnote revision in SOFAs/Schedules	0.90
08/25/09	JM	QC the Contingent. Unliquidated, Disputed checkboxes in the Schedules database to ensure accuracy	2.10
08/25/09	JM	Updated debt schedules to reflect new data changes	1.30
08/25/09	JM	Printed SOFAs/Schedules to PDF for filing	3.40
08/25/09	MDD	Review of draft schedules regarding unsecured amounts due to creditors and GGP individual entity income, correspondence	2.80
08/25/09	MDD	Review of draft schedules regarding real and personal property and equipment, correspondence	3.50
08/25/09	JM	Global Notes revisions	0.90
08/25/09	JAM	Review of schedules and provide comments.	3.20
08/25/09	JM	SOFA/Schedule QC	3.80
08/25/09	MDD	Review of Scheduled assets and liabilities, creation of	3.90

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Re: Schedules & SOFAs
Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
		summary schedules for SOFA/Schedule summary reports, discussed document with Alix team	
08/25/09	BM	Research Schedules information and missing data. Discuss logistics with Weil.	3.70
08/25/09	SJ	Creation and testing of a module to calculate page counts of SOFAs and Schedules.	3.40
08/25/09	BM	Review and update Schedules Summary. Discuss outstanding items with GGP legal.	3.70
08/25/09	BM	Cross check schedules data with contracts and other vendor information. Discuss and revise footnotes for Schedules and SOFAs.	3.60
08/26/09	SJ	Preparation of Schedule and Statement of Financial Affairs (SOFA) documents.	3.20
08/26/09	BM	Attend and debrief from WIP call with team. Continue to review and update Schedules information as necessary.	3.80
08/26/09	BM	Review and research open items for Schedules and SOFAs.	3.70
08/26/09	BM	Review and update Schedules Summary. Discuss reconciliation of Schedules to Individual Entity Analysis.	1.70
08/26/09	MDD	Review of Scheduled assets and liabilities, creation of summary schedules for SOFA/Schedule summary reports, discussed document with Alix team	3.60
08/26/09	JM	SOFA/Schedule QC	3.90
08/26/09	MDD	Review of draft schedules regarding real and personal property and equipment, correspondence	3.80
08/26/09	MDD	Review of draft schedules regarding unsecured amounts due to creditors and GGP individual entity income, correspondence	0.80
08/26/09	JM	Updated debt schedule to reflect new changes	1.90
08/26/09	JM	Finalized SOFA/Schedule PDFs before sending them to Weil	3.10
08/26/09	JM	SOFA/Schedule revisions based on review	3.40
08/26/09	AS	Met with client and counsel regarding jvs and wholly owned	0.70

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Invoice # 2021840-10

Re: Schedules & SOFAs
 Client/Matter # 005717.00112

Date	Consultant	Description of Services	Hours
		entities.	
08/26/09	AS	Validate schedules and sofas balances.	2.80
08/26/09	AS	Prepare and review updates to schedules and sofas.	3.70
08/27/09	AS	Review jv data table.	1.30
08/27/09	JM	Started preparing a list of schedule notices for bar date	3.90
08/27/09	JM	QC list of schedule notices	3.70
08/27/09	JM	Filled in missing addresses on schedule notice list	2.90
08/27/09	TBB	Discuss status of case with staff. Develop timeline of key tasks and objectives for post-SOFAS filing.	1.20
08/27/09	MDD	Review of Scheduled assets and liabilities, creation of summary schedules for SOFA/Schedule summary reports, discussed document with Alix team	2.80
08/27/09	BM	Discuss and research schedule amendments with team. Review and discuss timeline and workplan with team.	3.30
08/28/09	BM	Attend and debrief from Plan Process call with team.	1.70
08/31/09	MDD	Analysis of updated open accounts payables data	3.10
08/31/09	AS	Work on schedules amendments.	2.90
Total Hours			564.20

General Growth Properties
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Invoice # 2021840-10

Re: Schedules & SOFAs
Client/Matter # 005717.00112

Fee Recap:

Consultant	Hours	Rate	Amount
Todd Brents	2.80	730.00	2,044.00
James Mesterharm	7.00	790.00	5,530.00
Brenda Miller	110.30	510.00	56,253.00
Adam Sanderson	122.70	555.00	68,098.50
Michael DeGraf	121.80	450.00	54,810.00
Scott Jarrell	9.80	395.00	3,871.00
Jarrin McCreery	188.10	260.00	48,906.00
Julia Mysinger	1.70	200.00	340.00
Total Hours & Fees	564.20		239,852.50

General Growth Properties
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Invoice # 2021840-11

Re: Intercompany Review & Analysis
Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
08/03/09	SJ	Import and QC and analysis of revised June Intercompany pivot data. Creation of Encumbered Property pivot table and Legal Entity summary.	3.40
08/03/09	SJ	Split of Intercompany transaction data into AR/AP.	3.10
08/03/09	SJ	Intercompany out-of-balance analysis and QC. Looking for Relationships between entities that are not in balance (do not sum to zero).	3.10
08/03/09	JAD	Meeting regarding intercompany's and recovery analysis.	1.70
08/03/09	SMM	Analysis of intercompany activity	3.60
08/03/09	AS	Prepare and review intercompany related reporting.	3.20
08/04/09	SJ	Looking for Intercompany Relationships with non-owned entites.	3.90
08/04/09	SJ	Intercompany out-of-balance analysis and QC. Looking for Relationships between entities that are not in balance (do not sum to zero).	3.70
08/04/09	SMM	Analysis of intercompany activity	3.10
08/05/09	SJ	Split of Intercompany transaction data into AR/AP.	3.90
08/05/09	SJ	Reconciliation of intercompany data sources (6/09/09 April data v. 7/29/09 April data).	3.70
08/05/09	SJ	Intercompany QC. Understanding movement of moeny between intercompany accounts.	3.50
08/05/09	SMW	Held conversation related to intercompany balances and presentation of the intercompany balances.	0.90
08/05/09	AS	Met with Scott Nelson regarding intercompany.	1.40
08/05/09	AS	Prepare draft of requested intercompany memo contents.	1.60
08/06/09	AS	Prepare and review updates to intercompany file format.	1.70
08/06/09	AS	Prepare intercompany bank balance summary.	0.80
08/06/09	SJ	Analysis of intercompany balances by entity relationship. Prepetition.	3.30
08/06/09	SJ	Cross-tabulation of analysis of intercompany balances by entity relationship. Verification and quality control of	3.90

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Invoice # 2021840-11

Re: Intercompany Review & Analysis
Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
		results.	
08/07/09	SJ	Analysis of intercompany balances by entity relationship. Postpetition.	3.10
08/10/09	SMM	Review of intercompany documentation	2.70
08/10/09	SMM	Analysis of intercompany transactions	2.80
08/10/09	SJ	Meet with AlixPartners personnel to discuss intercompany balances by entity relationship. Prepetition.	0.70
08/10/09	SMW	Created iterative recoveries on post petition intercompany analysis	3.90
08/11/09	SJ	Analyze intercompany balances by entity relationship. Postpetition.	3.80
08/12/09	SJ	Revise language in the Intercompany monthly creditor letters. Recreated letters.	2.10
08/12/09	SJ	Changes to Secured debt reporting.	3.70
08/12/09	SMM	Analysis of intercompany transaction information	3.10
08/13/09	SJ	QC and formatting of postpetition matrix of intercompany balances. Verification that the balances listed are in line with other reports created.	3.80
08/13/09	SJ	Creation of postpetition matrix of intercompany balances.	2.90
08/13/09	AS	Prepare for and attend lien meeting.	1.80
08/13/09	AS	Review intercompany balance analysis.	1.40
08/13/09	SMW	Reviewed updated iterative recoveries on post petition intercompany analysis	3.20
08/13/09	SMM	Analysis of intercompany detail, including follow-up discussions	2.40
08/14/09	SMW	Updated iterative recoveries on post petition intercompany analysis	2.60
08/16/09	SMW	Reviewed iterative recoveries on post petition intercompany analysis	3.70
08/17/09	SJ	Modifications to Intercompany reporting template.	2.30
08/17/09	AS	Review and follow up with David Charles on debt	0.60

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Re: Intercompany Review & Analysis
 Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
		schedules.	
08/17/09	AS	Review and follow up with Pat Stanton regarding intercompany memo and schedules data.	1.00
08/17/09	AS	Review and present intercompany results for June.	0.80
08/18/09	SJ	Investigating Intercompany Out-Of-Balance Accounts.	3.80
08/18/09	SJ	Investigating Intercompany Balances With Formerly owned Entities.	3.50
08/20/09	SJ	Intercompany debrief with Alix personnel to describe analytical methods used to calculate the Petition Date Balance.	3.40
08/20/09	SJ	Modifications to the Intercompany Out-of-Balance analysis.	3.80
08/20/09	SJ	Modifications to the Intercompany analysis searching for relationships with non-owned legal entities.	3.70
08/20/09	AS	Met with staff to review intercompany files.	1.60
08/20/09	AS	Review intercompany files.	1.10
08/21/09	SJ	Modifications to the Intercompany analysis searching for relationships with non-owned legal entities.	2.10
08/24/09	SMM	Discussion regarding intercompany transactions	2.10
08/24/09	SMW	Calculated post petition intercompany eliminations for value allocation model.	3.20
08/24/09	SMW	Calculated pre-petition intercompany eliminations for value allocation model.	2.70
08/25/09	AS	Review intercompany files balances.	2.40
08/25/09	SJ	Receipt and QC of July Intercompany summary data. Search for and mapping of newly-created JDE codes. Creation of Encumbered Properties Pivot. Creation of Filers Pivot.	3.70
08/25/09	JAD	Discussion and analysis regarding intercos.	2.40
08/26/09	SJ	Receipt and QC of July Intercompany detail data. Reconciliation between Summary data to Detail data.	3.90
08/26/09	SJ	Creation of Intercompany summary schedule.	3.10
08/26/09	AS	Review intercompany balances.	3.10

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 Client/Matter # 005717.00114

Date	Consultant	Description of Services	Hours
08/27/09	AS	Prepare for and attend intercompany meeting	1.60
08/27/09	AS	Review intercompany calculations for the month.	3.20
08/27/09	SJ	Generation of intercompany creditor memos for July.	3.70
08/28/09	JAD	Call with counsel regarding intercompanies.	0.50
08/28/09	JAD	Review FTI request regarding intercompanies.	0.50
08/28/09	AS	Review and prepare intercompany memo.	1.90
08/31/09	AS	Prepared for and met with counsel and client regarding intercompany strategies.	2.10
08/31/09	AS	Researched and verified intercompany items.	3.10
08/31/09	JAD	Meeting relating to intercompanies.	1.10
08/31/09	JAD	Work regarding intercompany work plan.	1.50
08/31/09	JAM	Prepare for and attend discussion with counsel regarding intercompany analysis.	1.70
08/31/09	SMM	Preparation and meeting with GGP internal regarding intercompany	2.70
Total Hours			179.10

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Invoice # 2021840-11

Re: Intercompany Review & Analysis
Client/Matter # 005717.00114

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	1.70	790.00	1,343.00
John Dischner	7.70	595.00	4,581.50
Scott Matrenec	22.50	510.00	11,475.00
Adam Sanderson	34.40	555.00	19,092.00
Scott Jarrell	92.60	395.00	36,577.00
Spencer M Ware	20.20	365.00	7,373.00
Total Hours & Fees	179.10		80,441.50

General Growth Properties
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Invoice # 2021840-12

Re: Constituent Communication & Discussion
Client/Matter # 005717.00115

Date	Consultant	Description of Services	Hours
08/02/09	SMM	Review of UCC correspondence and follow-up	2.10
08/03/09	CGG	Prepared for and participated in call with external creditor advisors regarding 13 week cash forecast. Explained updates to forecast and variances from prior forecast.	3.70
08/03/09	SMM	Review UCC correspondence	2.40
08/03/09	JAM	Phone call with FTI to discuss diligence issues.	0.90
08/04/09	CGG	Updated reporting package prepared for external creditor advisors based on updates to forecast and delivered to external advisors for review.	2.90
08/04/09	SMM	Review of development projects, including bond commitments	2.80
08/04/09	LT	Updated diligence request lists.	1.30
08/05/09	SMM	Discussion and follow-up with UCC advisors regarding utility contracts	1.10
08/05/09	SMM	Review and follow-up regarding bond and letter of credit information	2.80
08/05/09	JAM	Attend conference call with advisor team to prepare for senior management call.	1.20
08/06/09	CGG	Prepared for and participated in meeting with creditor advisory staff regarding cash forecast. Prepared cash support files and followed up on model questions following meeting.	3.20
08/06/09	SMM	Follow-up with UCC advisors' regarding information request	2.90
08/06/09	JAM	Work on BOD presentation.	3.10
08/07/09	CGG	Began review of intercompany balance analysis in preparation for inclusion into value allocation model. Prepared for and met with external staff to discuss methodology and file specifics.	3.40
08/07/09	CGG	Prepared for and met with external staff to discuss value allocation model.	0.70
08/07/09	SMM	Review and correspondence with FTI	2.70
08/10/09	CGG	Prepared for and met with various members of internal staff	2.30

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Re: Constituent Communication & Discussion
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Date	Consultant	Description of Services	Hours
		to discuss intercompany balances and impact on value allocation model.	
08/10/09	CGG	Prepared for and met with external staff to discuss intercompany balances and corresponding matrix.	1.10
08/10/09	JAM	Work on BOD presentation.	3.20
08/10/09	JAM	Work on BOD meeting agenda.	0.30
08/11/09	JAM	Attend meeting to prepare for BOD meeting.	1.90
08/11/09	JAM	Work on BOD presentation	3.50
08/11/09	JAM	Meet with senior management to discuss BOD materials and preview with advisors	0.80
08/11/09	BM	Review and research tenant allowance notices with GGP team. Discuss and prepare updated mechanics lien information for L. Hill.	3.40
08/11/09	SMM	Review and follow-up with UCC advisors regarding cash forecast	1.80
08/12/09	SMM	Review cash forecast and UCC presentation	3.30
08/12/09	SMM	Review UCC correspondence and follow-up with DIP lender requests	2.70
08/12/09	BM	Update and finalize total pre-petition payments for slides. Review and finalize responses to advisor questions regarding tenant allowance payments.	1.90
08/12/09	CGG	Prepared for and met with external staff to discuss intercompany balances and methodologies. Ran anomaly checks on file in preparation for meeting with accounting staff.	3.90
08/12/09	CGG	Prepared for and met with external staff regarding recover model and property values.	1.60
08/12/09	CGG	Began preparation of property value analysis based on updated NOI forecast and legal entity mappings.	3.80
08/12/09	JAM	Prepare for and attend BOD meeting.	9.10
08/13/09	JAM	Meet with leasing team to review items and prepare for UCC diligence call.	1.30

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Date	Consultant	Description of Services	Hours
08/13/09	JAM	Work on presentation to UCC.	3.80
08/13/09	BM	Review and research outstanding questions for tenant allowance notices. Prepare list of standard questions and discuss with GGP team.	1.70
08/13/09	SMM	Attend meeting w/ management and UCC advisors regarding leasing trends, including follow-up	2.60
08/13/09	SMM	Review cash information for UCC presentation	1.80
08/13/09	CGG	Worked with information from internal staff to prepare property value analysis to be used in recovery model.	3.80
08/13/09	CGG	Worked with external staff to update value analysis based on NOI and debt assumptions.	1.80
08/13/09	CGG	Worked with information from external staff to prepare debt balance module to be used in value allocation and recovery model.	3.70
08/13/09	CGG	Continued to work with debt data to update value allocation model at the request of external staff.	2.10
08/13/09	CGG	Prepared for and participated in call with external staff regarding debt guarantees.	0.50
08/13/09	JAD	Review various changes and update for UCC presentation.	2.00
08/14/09	JAD	Review financial services comparisons for UCC presentation, and discussions with them.	2.00
08/14/09	JAD	Meetings with management regarding updating presentation.	2.50
08/14/09	JAD	Work relating to updating projections and UCC presentation.	2.40
08/14/09	JAM	Review and provide comments on company portion of UCC meeting presentation.	3.10
08/14/09	JAM	Review and provide comments on cash flow analysis for UCC meeting.	2.40
08/14/09	JAM	Review MB portion of UCC presentation.	1.20
08/14/09	JAM	Review UCC advisor diligence items, discuss with company and respond to UCC advisors.	0.60
08/14/09	CGG	Worked with external staff to finalize draft of creditor	2.90

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Re: Constituent Communication & Discussion
Client/Matter # 005717.00115

Date	Consultant	Description of Services	Hours
		committee presentation.	
08/14/09	SMM	Preparation of projections for UCC presentation	2.70
08/15/09	CGG	Prepared for and met with external staff to discuss changes to creditor committee presentation.	0.80
08/15/09	JAM	Review UCC deck and provide comments. Attend conference call with advisors and management to discuss.	2.10
08/15/09	JAD	Calls and work relating to UCC presentation.	3.10
08/16/09	JAD	Calls and work relating to UCC presentation.	2.50
08/16/09	JAM	Review UCC deck and discuss comments.	1.70
08/17/09	JAM	Work on UCC presentation and review/discuss edits with company and advisors.	7.00
08/17/09	CGG	Prepared NOI property level reconciliation schedules based on June and July R24. Delivered to external staff for review and communication to creditor advisors.	2.70
08/17/09	CGG	Continued work on recovery model by analyzing guaranty claims and distribution of excess value between legal entities.	1.30
08/17/09	SMM	Attend MPC meeting with UCC advisors, including follow-up	1.80
08/17/09	JAD	Meeting with GC and assistant GC regarding UCC presentation.	1.70
08/17/09	JAD	Meeting with working group regarding UCC presentation.	2.50
08/18/09	CGG	Prepared for and worked with external staff on recovery model and guaranty schedule. Began compilation of guaranty analysis to be incorporated into analysis.	3.20
08/18/09	CGG	Prepared for and worked with external staff regarding cross collateral loans and incorporation of that analysis into recover model.	2.90
08/18/09	CGG	Prepared for and met with various members of internal and external staff regarding guaranty and secured loan agreements in preparation of guaranty and secured loan analysis.	1.30

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Date	Consultant	Description of Services	Hours
08/18/09	CGG	Prepared NOI reconciliation files based on various R24 reports and delivered results to external staff for review.	3.70
08/18/09	JAD	Make edits to UCC presentation.	3.50
08/18/09	JAM	Work on UCC presentation.	5.00
08/18/09	JAM	Prepare for and attend meeting with UCC advisors to preview UCC presentation.	4.00
08/18/09	LT	Updated diligence request lists.	1.20
08/18/09	JAD	Preparation work for UCC meeting, including meetings with management, professionals and edits to documents.	4.10
08/19/09	JAD	Prepare for and attend UCC meeting.	3.90
08/19/09	CGG	Continue to work on guaranty and cross collateral analysis to assist in recovery model build.	3.40
08/19/09	CGG	Worked with intercompany data to continue reconciliation efforts between monthly forecast and internal accounting reports.	3.30
08/19/09	JAM	Meet with FTI to discuss data requests.	1.70
08/19/09	JAM	Prepare for and attend UCC meeting.	6.20
08/20/09	SMM	Meeting and follow-up with financial services regarding reporting capabilities	3.20
08/20/09	SMM	Call and follow-up with UCC advisors regarding business plan	2.20
08/20/09	CGG	Updated guarantee analysis based on updated information from internal and external staffs. Delivered updated results to external staff for review.	3.80
08/20/09	CGG	Prepared 10 year entity mapping file at the request of external creditor advisors and delivered to external staff for review.	3.70
08/20/09	CGG	Reviewed value allocation model at the request of external staff following debt and guaranty value inputs.	1.10
08/20/09	JAM	Call with Weil to discuss FTI data request regarding interest rate information.	0.40

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Re: Constituent Communication & Discussion
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Date	Consultant	Description of Services	Hours
08/21/09	CGG	Updated entity mapping analysis based on feedback from external staff. Ran anomaly checks of 10 year file from external staff to entity mapping file.	3.30
08/21/09	CGG	Finalized mapping file and delivered to external staff for submission to external creditor advisors.	1.40
08/21/09	SMM	Coordinate information requests and timing with team	1.90
08/21/09	SMM	Review and follow-up with FTI regarding information request	1.20
08/24/09	SMM	Review and follow up regarding UCC information requests	3.30
08/24/09	CGG	Prepared for and met with external staff to discuss value recovery model and followed up on discussed topics following meeting.	1.10
08/24/09	CGG	Updated guaranty analysis in preparation for meeting with external staff on recovery model.	3.40
08/24/09	CGG	Updated cross collateral loans analysis in preparation for inclusion into recovery analysis and meeting with external staff on the topic.	2.80
08/25/09	CGG	Began preparation of NOI reconciliation between R24 and 10 year forecast based on request from external creditor advisors.	3.70
08/25/09	CGG	Continued to work on 2008 - 2010 NOI reconciliation following creditor committee meeting and requests from creditor advisors.	3.20
08/25/09	CGG	Ran various anomaly checks and stress tests to guaranty and cross collateral debt analysis for recovery model.	1.90
08/25/09	CGG	Updated guaranty and cross collateral analysis based on updated information from external staff.	1.10
08/25/09	CGG	Updated NOI reconciliation based on newly received information from external staff and finalized analysis in preparation for meeting with external creditor advisors.	2.60
08/25/09	JAD	Call regarding prep for mtg with UCC advisors.	1.50
08/25/09	JAM	Prepare for and attend UCC prep call	1.60

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Re: Constituent Communication & Discussion
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Date	Consultant	Description of Services	Hours
08/25/09	JAM	Discussion with company regarding diligence of appraiser, and lenders.	1.10
08/25/09	JAM	Discussion regarding diligence of Exchangables.	0.30
08/26/09	SMM	Review and discussion regarding UCC information requests	2.60
08/26/09	JAM	Prepare for and attend UCC call to discuss interest rate and maturity strategy.	2.50
08/26/09	JAD	Prep for and call with UCC advisors regarding status.	2.00
08/26/09	LT	Updated UCC tracking log; organized information shared with UCC.	2.20
08/26/09	CGG	Continued to work with external staff to prepare NOI reconciliation files at the request of external advisory staff.	3.70
08/26/09	CGG	Prepared variance files to be reviewed by internal staff. Prepared for and participated in meetings with external staff to discuss NOI reconciliation.	3.90
08/27/09	LT	Updated UCC tracking log; organized information shared with UCC.	1.40
08/27/09	BM	Research and discuss questions regarding first day motion notices.	1.30
08/27/09	JAD	Work relating to intercompany analysis.	2.10
08/27/09	CGG	Began preparation of NOI reconciliation between R24 and Argus models at the request of internal and external staff.	3.30
08/27/09	CGG	Researched discrepancies and continued to build NOI reconciliation at the request of external creditor advisors.	3.80
08/28/09	BM	Discuss and research questions from UCC regarding tenant allowance notices.	1.70
08/28/09	CGG	Prepared for meeting with internal staff by reviewing recovery model and treatment of intercompany claims.	2.40
08/28/09	CGG	Prepared for and met with external staff to discuss corporate 10 year forecast and variance reports.	1.40
08/28/09	JAM	Prepare for and attend conference call regarding SPE BOD meetings, review materials, and propose changes.	2.10

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021840-12

Re: Constituent Communication & Discussion
 Client/Matter # 005717.00115

Date	Consultant	Description of Services	Hours
08/28/09	SMM	Correspondence and follow up with FTI regarding forecast requests	1.30
08/31/09	CGG	Prepared for and met with internal and external staff to discuss diligence meeting with external creditor advisory staff.	1.20
08/31/09	JAM	Attend conference call to prepare for SPE board meeting.	0.80
08/31/09	JAM	Attend meeting regarding FTI diligence request on intercompany review.	0.80
08/31/09	BM	Coordinate meeting and prepare for discussion with advisors regarding tenant allowance notices.	2.30
Total Hours			293.90

General Growth Properties
 Adam Metz, CEO
 110 North Wacker Drive
 Chicago, IL 60606

Invoice # 2021840-12

Re: Constituent Communication & Discussion
 Client/Matter # 005717.00115

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	73.70	790.00	58,223.00
John Dischner	35.80	595.00	21,301.00
Scott Matrenec	49.20	510.00	25,092.00
Brenda Miller	12.30	510.00	6,273.00
Clayton Gring	116.80	450.00	52,560.00
Lowell Thomas	6.10	265.00	1,616.50
Total Hours & Fees	293.90		165,065.50

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-13

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
08/03/09	JAD	Meeting regarding specific property cash flows and follow-up with various parties.	1.50
08/03/09	JAM	Attend meeting to review Miller Buckfire presentation and propose comments.	1.20
08/03/09	SMW	Updated debt model and related case administration.	3.90
08/03/09	SMW	Continued updating debt model and related case administration.	3.90
08/03/09	SMW	Organized supporting information relating to the 07/31/09 board package.	0.90
08/03/09	SMW	Reviewed preliminary and updating schedules of assets and liabilities including incorporation of various versions into a debt analysis.	3.90
08/03/09	SMW	Continued reviewing preliminary and updated schedules of assets and liabilities including incorporation of various versions into a debt analysis.	2.30
08/04/09	SMW	Updated detailed debt model and other case administration.	3.90
08/04/09	SMW	Analyze debt model and other case administration.	3.90
08/04/09	SMW	Review and discuss debt model with team regarding detailed information	3.90
08/04/09	SMW	Update detailed debt model with team.	1.20
08/04/09	SMW	Prepared for and reviewed preliminary debt model with project team.	1.90
08/04/09	SMM	Analysis of value allocation by legal entity	3.20
08/04/09	JAD	Prepare for and attend meeting to review entity information.	3.50
08/04/09	JAD	Work relating to various forecasts/models including review and assumptions.	1.10
08/05/09	JAD	Work relating to reivew of financial models.	4.50
08/05/09	JAD	Work relating to review of historical and forecasted overhead.	3.30
08/05/09	JAD	Meeting regarding specific property development and review of associated financials.	1.20

General Growth Properties
Adam Metz, CEO
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Invoice # 2021840-13

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
08/05/09	JAD	Development of workplan.	1.50
08/05/09	JAM	Attend conference call with outside counsel, legal, and investment bankers to discuss valuation work.	0.80
08/05/09	JAM	Discussion with Joel Bayer regarding cap rate analysis.	0.30
08/05/09	JAM	Review value allocation analysis.	0.60
08/05/09	SMM	Analysis of value allocation by legal entity	3.30
08/05/09	SMW	Reviewed and updated detailed debt model.	3.90
08/05/09	SMW	Review and discuss debt model with team regarding detailed information.	3.90
08/05/09	SMW	Analyze detailed information in debt model to ensure accuracy.	3.90
08/06/09	SMW	Updated and reviewed debt and value allocation by legal entity.	1.30
08/06/09	JAD	Work relating to various financial models.	3.00
08/06/09	JAD	Work relating to review of motion and discussions with management and counsel.	1.00
08/07/09	JAD	Update various financial models.	1.90
08/07/09	JAD	Work relating to Nordstrom tenant allowances including review of possible motion.	2.00
08/07/09	SMW	Review and update of high level debt model.	2.90
08/07/09	SMW	Prepared for and held summary and review conversations on detailed debt model.	1.30
08/07/09	SMW	Preparation for and participation in a discrete portion of the work in process status call.	2.10
08/07/09	SMW	Review of intercompany of analysis with project team.	1.20
08/07/09	SMW	Review of high level debt model and scenario analysis.	2.20
08/07/09	LT	Updated long term cash forecast with new property level NOI.	2.50
08/07/09	LT	Updated paydown assumptions in debt model to reflect new property level NOI from company.	2.30
08/07/09	LT	Updated debt model with new paydown assumptions at	2.20

General Growth Properties
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Invoice # 2021840-13

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
		emergence.	
08/07/09	LT	Updated long term cash forecast with new development, ordinary capital and tenant allowance forecasts from company.	3.10
08/08/09	LT	Updated long term cash forecast with revised MPC forecast.	1.60
08/08/09	LT	Updated long term cash forecast with revised corporate/GGMI forecast.	2.10
08/08/09	LT	Updated debt model with new maturity assumptions.	3.10
08/08/09	LT	Updated secured interest forecast based on revised property level NOI and new maturity assumptions.	2.20
08/09/09	LT	Internal call to review long term cash forecast.	1.00
08/09/09	LT	Reviewed/investigated new MPC forecast.	2.10
08/09/09	LT	Reviewed/investigated corporate/GGMI forecast.	1.40
08/09/09	LT	Prepared bridge to last version of long term cash forecast.	1.10
08/09/09	LT	Internal call to discuss work streams/organization for 8/12 board meeting.	0.70
08/09/09	SMW	Preparation for and participation in group status call.	0.90
08/10/09	LT	Revised/reviewed long term cash forecast.	3.40
08/10/09	LT	Meeting with company on MPC forecast assumptions.	1.20
08/10/09	LT	Revised debt model; added scenario with no assumed paydowns.	3.30
08/10/09	LT	Prepared/updated power point presentation for board meeting.	1.90
08/10/09	LT	Updated long term cash forecast with new dividend forecast.	3.20
08/10/09	LT	Prepared bridge to previous version of long term cash forecast.	2.10
08/10/09	SMW	Created transposed ownership matrix	2.10
08/10/09	SMW	Began flowing through equity ownership in related parties	3.70
08/10/09	JAD	Review MPC forecast.	0.90
08/11/09	JAD	Analysis of corporate overhead.	3.00

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Invoice # 2021840-13

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
08/11/09	JAM	Review 2nd quarter competitive performance analysis and discuss leasing spreads analysis.	1.20
08/11/09	SMW	Reviewed equity ownership in related parties	3.20
08/11/09	SMW	Updated equity ownership in related parties and began reviewing model with project team	3.90
08/11/09	SMW	Summarized debt review model	2.90
08/11/09	SMM	Review of value allocation model, including discussions regarding cross collateralized loan	2.80
08/11/09	LT	Reviewed/edited board presentation.	3.50
08/11/09	LT	Summarized/analyzed class 8 claims buckets.	2.30
08/11/09	LT	Updated long term cash forecast with revised corporate forecast.	3.30
08/12/09	LT	Revised debt model; built new paydown scenario.	2.80
08/12/09	LT	Updated long term cash forecast with new paydown scenario.	2.20
08/12/09	SMW	Reviewed iterative debt model with related party values	3.50
08/12/09	SMW	Reviewed debt model Summary	3.70
08/12/09	SMW	Held review meeting and related follow up relating to the debt model	3.20
08/12/09	SMW	Incorporated non-debtor entities in iterative recoveries on post petition intercompany analysis	3.60
08/12/09	SMM	Discussion regarding value allocation model	1.20
08/12/09	JAD	Work relating to potential dividend and tax scenarios.	2.40
08/12/09	JAD	Work relating to analysis of debt.	1.50
08/13/09	SMW	Case administration	1.70
08/13/09	SMW	Updated pay down schedule for new debt to NOI analysis	3.20
08/13/09	SMW	Reviewed debt schedules relating to different debt to NOI analyses	3.20
08/13/09	SMW	Reviewed guarantee information and held call reviewing guarantee information	3.40

General Growth Properties
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Invoice # 2021840-13

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
08/13/09	JAD	Work relating to financial projections.	4.50
08/13/09	LT	Revised/edited long term cash forecast.	1.60
08/13/09	LT	Prepared power point presentation for UCC meeting.	2.50
08/13/09	LT	Updated long term cash forecast with new dividend forecast.	1.70
08/14/09	LT	Updated/edited power point presentation for UCC meeting.	2.50
08/14/09	LT	Revised/edited long term cash forecast.	1.80
08/14/09	SMM	Discussion and analysis regarding KEIP	2.80
08/14/09	SMW	Reviewed intercompany schedule	2.80
08/14/09	SMW	Created and reviewed bridge between different debt to NOI analyses	2.80
08/15/09	LT	Call to discuss changes to UCC presentation.	1.10
08/15/09	LT	Revised/updated UCC presentation.	3.70
08/15/09	LT	Revised/updated long term cash forecast.	2.50
08/16/09	LT	Call to review updates on UCC presentation.	1.20
08/16/09	LT	Revised/updated UCC presentation; incorporated new edits.	3.50
08/16/09	LT	Revised/updated long term cash forecast; new paydown assumptions.	2.50
08/16/09	LT	Prepared 10-year summary of net cash flows.	1.20
08/17/09	SMW	Updated bridge to new debt to NOI	1.20
08/17/09	SMW	Updated equity ownership in related entities in the value allocation model	3.90
08/17/09	SMM	Meeting and follow-up regarding KEIP	2.70
08/17/09	LT	Revised/updated UCC presentation; incorporated new changes.	2.70
08/17/09	LT	Updated summary of 10-year net cash flows with new development forecast.	1.40
08/18/09	LT	Revised/updated UCC presentation; incorporated new changes.	3.40
08/18/09	SMM	Meeting and follow-up regarding KEIP financial information	3.10

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Invoice # 2021840-13

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
08/18/09	SMW	Reviewed and updated debt model for the impact of guarantees	3.70
08/18/09	SMW	Created summary of shortfalls applicable to guarantors	3.60
08/18/09	SMW	Updated value allocation model	3.70
08/18/09	SMW	Reviewed guarantee schedules	2.30
08/19/09	JAD	Work regarding various analyses relating to taxes and cash forecasts.	2.90
08/19/09	LT	Prepared summary of non-deductible expenses vs. depreciation & amortization.	2.20
08/19/09	LT	Internal call on modeling work streams & responsibilities; functionality of models.	0.90
08/19/09	SMM	Discussions and analysis of secured lender information for K&E	3.30
08/20/09	LT	Worked on summary of non-deductible expenses vs. depreciation & amortization.	1.60
08/20/09	LT	Built property level cash forecast roll up model.	2.50
08/20/09	SMM	Call and follow-up with legal counsel regarding debt information	2.40
08/20/09	SMM	Review of guarantees and co-borrower analysis	2.30
08/21/09	SMM	Attend WIP call and follow-up	0.80
08/21/09	LT	Worked on property level cash forecast roll up model.	3.80
08/21/09	SMM	Review value allocation analysis	2.70
08/21/09	SMW	Reviewed and updated the value allocation model with respect to guarantees	2.70
08/23/09	SMW	Updated and reviewed the value allocation model.	3.20
08/24/09	JAD	Meeting regarding property level data and analysis.	1.60
08/24/09	JAD	Respond to data requests from investment banker.	2.90
08/24/09	JAD	Attend WIP call and follow-up.	0.60
08/24/09	LT	Prepared summary of non-debtor amortization assumptions for UCC.	2.40

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Invoice # 2021840-13

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
08/24/09	LT	Worked on property roll up model; identified missing forecasts.	2.20
08/24/09	SMW	Prepared for and reviewed status of value allocation model with project team	3.10
08/24/09	SMW	Outlined eliminations for value allocation model.	3.80
08/25/09	SMW	Calculated eliminations related to guarantees for value allocation model.	3.80
08/25/09	SMW	Incorporated feedback from group meeting on value allocation model	3.70
08/25/09	SMW	Reorganized value allocation model for summary analysis	3.60
08/25/09	LT	Revised summary of non-debtor amortization assumptions for UCC.	1.20
08/25/09	LT	Prepared summary of debtor amortization assumptions for UCC.	2.10
08/25/09	LT	Worked on property roll up model; eliminated duplicative forecasts.	2.70
08/25/09	JAM	Phone call with MB to discuss small loan restructuring alternatives.	0.40
08/25/09	SMM	Analysis of non-debtor debt information	2.20
08/25/09	JAD	Review of property level NOI, cash flow, and other data to prep for secured lender discussions.	4.40
08/25/09	JAD	Prepare for and attend meeting regarding 10 year cash flows and follow-up analysis.	2.10
08/26/09	JAD	Work relating to prepping for secured lender proposals.	4.50
08/26/09	JAD	Meeting with financial services regarding updating cash flows.	0.80
08/26/09	JAD	Analysis of scenarios for secured properties and related analyses.	1.10
08/26/09	JAM	Meeting with company to discuss restructuring analysis tool.	0.80
08/26/09	JAM	Discuss restructuring analysis tool with team members.	0.70
08/26/09	LT	Prepared summary of debt by legal entity.	2.10

General Growth Properties
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Invoice # 2021840-13

Re: Financial Analysis
Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
08/26/09	LT	Revised summary of debtor amortization assumptions for UCC.	1.70
08/26/09	SMW	Review of casework and timelines	2.60
08/26/09	SMW	Reviewed values in the value allocation model.	3.30
08/26/09	SMW	Updated values in the value allocation model.	3.20
08/26/09	SMW	Updated value allocation model for input from review team.	3.40
08/27/09	SMM	Correspondence and review of information for WGM	2.80
08/27/09	LT	Revised summary of debtor amortization assumptions for UCC.	2.10
08/27/09	LT	Prepared summary of interest rates by property.	1.90
08/27/09	SMW	Reviewed and updated guarantees related to value allocation model.	3.70
08/27/09	SMW	Reviewed the intercompany relationships in the value allocation model.	3.10
08/27/09	SMW	Updated the intercompany relationships in the value allocation model.	3.00
08/27/09	JAD	Review recovery analysis and other financial models.	2.50
08/27/09	JAD	Preparation work for secured lender negotiations.	3.50
08/28/09	JAD	Prep for and call regarding WIP and plan process.	1.20
08/28/09	JAD	Call with working group regarding secured lender negotiations.	1.00
08/28/09	JAD	Prep for and call regarding appraisal process.	1.00
08/28/09	LT	Worked on property roll up model; reconciled to consolidated NOI/net cash flow per company.	2.10
08/28/09	JAM	Prepare for and attend meeting regarding property level interest rates.	1.20
08/30/09	SMW	Updated intercompany portion of value allocation model.	3.20
08/31/09	SMW	Reviewed non-debtor pre-Petition intercompany portion of value allocation model	3.90
08/31/09	SMW	Updated values in value allocation model	3.60

General Growth Properties
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Invoice # 2021840-13

Re: Financial Analysis
 Client/Matter # 005717.00116

Date	Consultant	Description of Services	Hours
08/31/09	SMW	Reviewed guarantees in the value allocation model	1.20
08/31/09	SMW	Reviewed and reconciled at share and 100% debt balances in the high level and detailed value allocation models	2.60
08/31/09	JAD	Prepare for and attend WIP call, and follow-up.	0.40
08/31/09	JAD	Call with Miller Buckfire regarding case status.	0.90
08/31/09	JAD	Work relating to financial models including property cash flows.	2.00
08/31/09	LT	Worked on property level NPV analysis.	1.70
08/31/09	JAM	Review MB lender presentation and provide comments.	0.80
08/31/09	JAM	Phone call with MB to discuss restructuring analysis tool and data and scenario inputs.	0.50
Total Hours			414.70

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
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Invoice # 2021840-13

Re: Financial Analysis
Client/Matter # 005717.00116

Fee Recap:

Consultant	Hours	Rate	Amount
James Mesterharm	8.50	790.00	6,715.00
John Dischner	70.20	595.00	41,769.00
Scott Matrenec	35.60	510.00	18,156.00
Lowell Thomas	121.10	265.00	32,091.50
Spencer M Ware	179.30	365.00	65,444.50
Total Hours & Fees	414.70		164,176.00



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-14

Re: Invoice Preparation
Client/Matter # 005717.00117

Date	Consultant	Description of Services	Hours
08/31/09	BM	Review July invoice and provide comments.	1.60
Total Hours			1.60



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-14

Re: Invoice Preparation
Client/Matter # 005717.00117

Fee Recap:

Consultant	Hours	Rate	Amount
Brenda Miller	1.60	510.00	816.00
Total Hours & Fees	1.60		816.00

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
06/16/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. Conference calls - S. Jarrell	6.83
06/19/09	Cab Fare/Ground Transportation - - VENDOR: Hoyt Livery L. Thomas	142.25
07/02/09	Cab Fare/Ground Transportation - - VENDOR: Vital Transportation Inc. S. Jarrell	85.68
07/06/09	Meals & Tips Adam Sanderson-Dinner	20.00
07/09/09	Cab Fare/Ground Transportation - - VENDOR: Vital Transportation Inc. S. Jarrell	86.19
07/13/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	69.29
07/13/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C Gring	74.16
07/13/09	Meals & Tips Adam Sanderson-Dinner	20.00
07/14/09	Meals - Engagement Team Clayton Gring-Dinner-General Growth Properties-C layton Gring;Adam Sanderson	40.00
07/16/09	Meals & Tips Adam Sanderson-Dinner	20.00
07/20/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C Gring	74.86
07/20/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. S. Jarrell	108.73
07/20/09	Meals & Tips Adam Sanderson-Dinner	20.00
07/21/09	Meals & Tips Adam Sanderson-Dinner	20.00
07/23/09	Lodging Lowell Thomas-Westin Hotels And Resorts-Chicago	504.94
07/24/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L.Thomas	88.99
07/27/09	Cab Fare/Ground Transportation - - VENDOR: My Chauffeur L Thomas	98.15
07/27/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C Gring	74.16
07/27/09	Meals & Tips Adam Sanderson-Dinner	20.00

General Growth Properties
Adam Metz, CEO
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Invoice # 2021840-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
07/28/09	Meals & Tips Lowell Thomas-Dinner	20.00
07/29/09	Meals & Tips Adam Sanderson-Dinner	20.00
07/30/09	Lodging Lowell Thomas-Westin Hotels And Resorts-Chicago-7/27/2009-7/30/2009	872.44
07/30/09	Meals & Tips Adam Sanderson-Dinner	20.00
07/31/09	Airfare James Mesterharm-8/10/09 TVC - ORD	785.20
07/31/09	Cab Fare/Ground Transportation - - VENDOR: BostonCoach Corporation J. McCreery	137.36
07/31/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L.Thomas	94.09
07/31/09	Meals & Tips Adam Sanderson-Dinner	20.00
08/01/09	Cab Fare/Ground Transportation Clayton Gring	82.00
08/02/09	Airfare Jarrin McCreery-8/7/09-DFW TO CHICAGO	346.61
08/02/09	Cab Fare/Ground Transportation Spencer Ware	45.00
08/02/09	Cab Fare/Ground Transportation Spencer Ware	80.00
08/02/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service B Miller	64.86
08/03/09	Airfare Nelson Jarrell-8/10/09-LGA<>ORD	585.21
08/03/09	Airfare Nelson Jarrell-8/17/09-EWR<>ORD	244.64
08/03/09	Airfare Adam Sanderson-8/10/09-DAL-MDW	612.90
08/03/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/03/09	Cab Fare/Ground Transportation Clayton Gring	88.00
08/03/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. S. Jarrell	87.52
08/03/09	Cab Fare/Ground Transportation Adam Sanderson	32.00
08/03/09	Cab Fare/Ground Transportation Adam Sanderson	30.00
08/03/09	Cab Fare/Ground Transportation Jarrin McCreery	25.70
08/03/09	Cab Fare/Ground Transportation Spencer Ware	13.00
08/03/09	Cab Fare/Ground Transportation Nelson Jarrell	9.00

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Invoice # 2021840-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
08/03/09	Cab Fare/Ground Transportation Nelson Jarrell	42.85
08/03/09	Cab Fare/Ground Transportation Jarrin McCreery	34.00
08/03/09	Cab Fare/Ground Transportation Clayton Gring	10.00
08/03/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C Gring	74.16
08/03/09	Phone - Internet Access Clayton Gring	11.40
08/03/09	Lodging Adam Sanderson-Hotel Indigo--8/3/2009	218.11
08/03/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/3/2009	29.11
08/03/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/3/2009	189.00
08/03/09	Lodging Nelson Jarrell-Sheraton-Chicago-8/3/2009	-7.89
08/03/09	Meals & Tips Nelson Jarrell-Dinner	20.00
08/03/09	Meals & Tips Jarrin McCreery-Dinner	20.00
08/03/09	Meals & Tips Adam Sanderson-Dinner	20.00
08/03/09	Meals & Tips Clayton Gring-Dinner	20.00
08/03/09	Parking & Tolls John Dischner	31.00
08/04/09	Airfare Clayton Gring-08/10/2009	871.14
08/04/09	Airfare Jarrin McCreery-8/10/09-DFW TO CHICAGO	584.20
08/04/09	Airfare Jarrin McCreery-8/17/09-DFW TO CHICAGO	453.19
08/04/09	Cab Fare/Ground Transportation Nelson Jarrell	10.00
08/04/09	Cab Fare/Ground Transportation Nelson Jarrell	9.00
08/04/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/04/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/04/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/04/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/04/09	Cab Fare/Ground Transportation Clayton Gring	10.00
08/04/09	Lodging Adam Sanderson-Hotel Indigo--8/4/2009	218.11
08/04/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/4/2009	189.00
08/04/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/4/2009	29.11

General Growth Properties
Adam Metz, CEO
110 North Wacker Drive
Chicago, IL 60606

Invoice # 2021840-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
08/04/09	Meals & Tips Nelson Jarrell-Dinner	20.00
08/04/09	Parking & Tolls James Mesterharm	31.00
08/04/09	Meals - Engagement Team Clayton Gring-Dinner-General Growth Properties-A dam Sanderson;Jarrin McCreery;Clayton Gring	60.00
08/05/09	Cab Fare/Ground Transportation Clayton Gring	10.00
08/05/09	Cab Fare/Ground Transportation Nelson Jarrell	6.00
08/05/09	Cab Fare/Ground Transportation Nelson Jarrell	9.00
08/05/09	Cab Fare/Ground Transportation Nelson Jarrell	8.00
08/05/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/05/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/05/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/05/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/05/09	Lodging Adam Sanderson-Hotel Indigo--8/5/2009	218.11
08/05/09	Lodging Nelson Jarrell-Sheraton-Chicago-8/3/2009-8/5/2009	654.33
08/05/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/5/2009	189.00
08/05/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/5/2009	29.11
08/05/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago-8/3/2009-8/6/2009	872.44
08/05/09	Meals & Tips Adam Sanderson-Dinner	20.00
08/05/09	Parking & Tolls James Mesterharm	31.00
08/05/09	Meals - Engagement Team Clayton Gring-Dinner-General Growth Properties-Clayton Gring;Scott Matrenec;Spencer Ware	60.00
08/05/09	Meals - Engagement Team Jarrin McCreery-Dinner-Ggp-Scott Jarrell;Jarrin McCreery;Brenda Miller; Mike DeGraf	80.00
08/06/09	Airfare Lowell Thomas-2009-08-10 LGA - ORD	251.63
08/06/09	Cab Fare/Ground Transportation Clayton Gring	10.00
08/06/09	Cab Fare/Ground Transportation Nelson Jarrell	10.00
08/06/09	Cab Fare/Ground Transportation Nelson Jarrell	70.00
08/06/09	Cab Fare/Ground Transportation Nelson Jarrell	41.00

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Re: Expenses
 Client/Matter # 005717.00118

Date	Disbursement Description	Amount
08/06/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/06/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/06/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/06/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/06/09	Lodging Adam Sanderson-Hotel Indigo--8/6/2009	218.11
08/06/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/6/2009	189.00
08/06/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/6/2009	29.11
08/06/09	Meals & Tips Jarrin McCreery-Dinner	20.00
08/06/09	Meals & Tips Nelson Jarrell-Dinner	20.00
08/06/09	Meals & Tips Adam Sanderson-Dinner	20.00
08/06/09	Parking & Tolls James Mesterharm	31.00
08/06/09	Meals - Engagement Team Clayton Gring-Dinner-General Growth Properties-C layton Gring	20.00
08/07/09	Cab Fare/Ground Transportation Clayton Gring	82.00
08/07/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/07/09	Cab Fare/Ground Transportation Clayton Gring	40.65
08/07/09	Cab Fare/Ground Transportation Adam Sanderson	33.00
08/07/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	74.40
08/07/09	Cab Fare/Ground Transportation Jarrin McCreery Car service tip	5.00
08/07/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/07/09	Phone - Internet Access Clayton Gring	8.86
08/07/09	Meals & Tips Clayton Gring-Dinner	17.34
08/07/09	Parking & Tolls Adam Sanderson	68.00
08/10/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/10/09	Cab Fare/Ground Transportation Adam Sanderson	33.00
08/10/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	88.56
08/10/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00

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Invoice # 2021840-15

Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
08/10/09	Cab Fare/Ground Transportation Clayton Gring	88.00
08/10/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. S. Jarrell	89.48
08/10/09	Cab Fare/Ground Transportation Jarrin McCreery	42.00
08/10/09	Cab Fare/Ground Transportation Nelson Jarrell	36.00
08/10/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
08/10/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service C Gring	74.16
08/10/09	Cab Fare/Ground Transportation - - VENDOR: Amm's Limousine Service L Thomas	74.85
08/10/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	69.41
08/10/09	Lodging Clayton Gring-Westin Hotels And Resorts-Chicago-8/10/2009-8/13/2009	872.44
08/10/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/10/2009	28.21
08/10/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/10/2009	183.20
08/10/09	Lodging Adam Sanderson-Hotel Indigo--8/10/2009	195.03
08/10/09	Meals & Tips Adam Sanderson-Dinner	20.00
08/10/09	Meals & Tips Jarrin McCreery-Dinner	20.00
08/10/09	Meals & Tips Nelson Jarrell-Dinner	20.00
08/10/09	Parking & Tolls James Mesterharm	31.00
08/11/09	Airfare James Mesterharm-2009-08-16 TVC - CHI	925.20
08/11/09	Airfare James Mesterharm-2009-08-17 ORD - LGA	1,109.53
08/11/09	Airfare John Dischner-2009-08-17 ORD - LGA	1,149.53
08/11/09	Airfare Jarrin McCreery-8/24/09-DFW TO CHICAGO	492.20
08/11/09	Airfare Nelson Jarrell-8/24/09-LGA <> ORD	182.60
08/11/09	Airfare Nelson Jarrell-8/28/09-ORD<>LGA	210.52
08/11/09	Cab Fare/Ground Transportation Nelson Jarrell	42.85
08/11/09	Cab Fare/Ground Transportation Nelson Jarrell	39.00

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Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
08/11/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/11/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/11/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/11/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/11/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
08/11/09	Cab Fare/Ground Transportation Clayton Gring	10.00
08/11/09	Lodging Adam Sanderson-Hotel Indigo--8/11/2009	195.03
08/11/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/11/2009	183.20
08/11/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/11/2009	28.21
08/11/09	Lodging Nelson Jarrell-Sheraton-Chicago-8/10/2009-8/13/2 009	872.44
08/11/09	Parking & Tolls James Mesterharm	31.00
08/11/09	Meals - Engagement Team Clayton Gring-Dinner-General Growth Properties-C layton Gring;Lowell Thomas	40.00
08/11/09	Meals - Engagement Team Adam Sanderson-Dinner-Ggp-Adam Sanderson	20.00
08/12/09	Airfare Adam Sanderson-8/17/09-DFW-ORD	667.20
08/12/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/12/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/12/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/12/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/12/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/12/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/12/09	Cab Fare/Ground Transportation Brenda Miller	28.00
08/12/09	Cab Fare/Ground Transportation Nelson Jarrell	34.00
08/12/09	Cab Fare/Ground Transportation Clayton Gring	10.00
08/12/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
08/12/09	Lodging Lowell Thomas-Westin Hotels And Resorts-Chicago-8/10/2009-8/13/2009	872.44
08/12/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/12/2009	183.20

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Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
08/12/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/12/2009	28.21
08/12/09	Lodging Adam Sanderson-Hotel Indigo--8/12/2009	195.03
08/12/09	Meals & Tips Adam Sanderson-Dinner	20.00
08/12/09	Parking & Tolls James Mesterharm	31.00
08/12/09	Meals - Engagement Team Lowell Thomas-Dinner-Ggp-Lowell Thomas;Scott Matrenec	40.00
08/12/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Team-Jarrin McCreery;Brenda Miller;Scott Jarrell;Mike Degraf	80.00
08/13/09	Airfare Jarrin McCreery-9/4/09-CHICAGO TO SAVANNAH	483.34
08/13/09	Airfare Jarrin McCreery-8/31/09-DFW TO CHICAGO	240.60
08/13/09	Airfare Lowell Thomas-2009-08-14 ORD - LGA	321.33
08/13/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
08/13/09	Cab Fare/Ground Transportation Clayton Gring	10.00
08/13/09	Cab Fare/Ground Transportation Nelson Jarrell	37.00
08/13/09	Cab Fare/Ground Transportation Brenda Miller	18.00
08/13/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/13/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/13/09	Cab Fare/Ground Transportation Adam Sanderson	33.00
08/13/09	Cab Fare/Ground Transportation Adam Sanderson	10.00
08/13/09	Client Meals & Entertainment Brenda Miller-Dinner-Jarrin McCreery;Brenda Miller	40.00
08/13/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/13/2009	28.21
08/13/09	Lodging Jarrin McCreery-W Lakeshore 39-Chicago-8/13/2009	183.20
08/13/09	Meals & Tips Adam Sanderson-Dinner	20.00
08/13/09	Parking & Tolls Adam Sanderson	56.00
08/13/09	Parking & Tolls James Mesterharm	31.00
08/13/09	Meals - Engagement Team Clayton Gring-Dinner-General Growth Properties-C layton Gring;Lowell Thomas	40.00
08/14/09	Airfare Clayton Gring-08/17/2009	782.94

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Re: Expenses
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Date	Disbursement Description	Amount
08/14/09	Cab Fare/Ground Transportation Clayton Gring	10.00
08/14/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
08/14/09	Cab Fare/Ground Transportation Lowell Thomas	48.55
08/14/09	Cab Fare/Ground Transportation Jarrin McCreery	43.00
08/14/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/14/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	74.40
08/14/09	Cab Fare/Ground Transportation Nelson Jarrell	27.00
08/14/09	Cab Fare/Ground Transportation Nelson Jarrell	30.95
08/14/09	Cab Fare/Ground Transportation Nelson Jarrell	68.00
08/14/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	94.47
08/14/09	Meals & Tips Nelson Jarrell-Dinner	20.00
08/14/09	Meals & Tips Lowell Thomas-Dinner	20.00
08/17/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/17/09	Cab Fare/Ground Transportation Brenda Miller	24.00
08/17/09	Cab Fare/Ground Transportation Nelson Jarrell	38.55
08/17/09	Cab Fare/Ground Transportation Nelson Jarrell	16.00
08/17/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	74.40
08/17/09	Cab Fare/Ground Transportation Brenda Miller	17.00
08/17/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. S. Jarrell	112.20
08/17/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. J. Mesterharm	84.27
08/17/09	Lodging Nelson Jarrell-Sheraton-Chicago-8/17/2009-8/19/2 009	654.33
08/17/09	Lodging Jarrin McCreery-55 East Ontario Street-Chicago-8 /17/2009	199.00
08/17/09	Lodging Jarrin McCreery-55 East Ontario Street-Chicago-8 /17/2009	30.65
08/17/09	Lodging John Dischner-Thi3 New York Llc-New York-8/17/20 09	55.51

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Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
08/17/09	Lodging John Dischner-Thi3 New York Llc-New York-8/17/20 09	339.00
08/17/09	Lodging James Mesterharm-Thi3 New York Llc-New York-8/17 /2009	400.24
08/17/09	Meals & Tips James Mesterharm-Dinner	20.00
08/17/09	Meals & Tips John Dischner-Dinner	20.00
08/17/09	Meals & Tips Jarrin McCreery-Dinner	20.00
08/17/09	Parking & Tolls John Dischner	31.00
08/17/09	Parking & Tolls James Mesterharm	27.00
08/17/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Team-Brenda Miller;Scott Jarrell;Mike Degraf	60.00
08/18/09	Airfare Nelson Jarrell-2009-08-20-ORD-EWR	163.00
08/18/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/18/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/18/09	Cab Fare/Ground Transportation Jarrin McCreery	45.00
08/18/09	Cab Fare/Ground Transportation Nelson Jarrell	20.00
08/18/09	Cab Fare/Ground Transportation Nelson Jarrell	19.00
08/18/09	Lodging Jarrin McCreery-55 East Ontario Street-Chicago-8 /18/2009	219.00
08/18/09	Lodging Jarrin McCreery-55 East Ontario Street-Chicago-8 /18/2009	33.73
08/18/09	Lodging John Dischner-Thi3 New York Llc-New York-8/18/20 09	56.97
08/18/09	Lodging John Dischner-Thi3 New York Llc-New York-8/18/20 09	349.00
08/18/09	Lodging James Mesterharm-Thi3 New York Llc-New York-8/18 /2009	400.24
08/18/09	Meals & Tips James Mesterharm-Dinner	16.28
08/18/09	Meals & Tips John Dischner-Dinner	20.00
08/18/09	Meals & Tips Jarrin McCreery-Dinner	20.00
08/18/09	Meals & Tips Nelson Jarrell-Dinner	20.00
08/19/09	Cab Fare/Ground Transportation Nelson Jarrell	30.00
08/19/09	Cab Fare/Ground Transportation Brenda Miller	28.00
08/19/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00

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Date	Disbursement Description	Amount
08/19/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/19/09	Client Meals & Entertainment James Mesterharm-Breakfast-Cynthia Nelson (FTI - UCC Advisor);James Mesterharm	41.57
08/19/09	Lodging Jarrin McCreery-55 East Ontario Street-Chicago-8 /19/2009	29.11
08/19/09	Lodging Jarrin McCreery-55 East Ontario Street-Chicago-8 /19/2009	189.00
08/19/09	Meals & Tips Nelson Jarrell-Dinner	20.00
08/19/09	Parking & Tolls John Dischner	74.00
08/19/09	Long Distance Calls - - VENDOR: Raindance Communications, Inc. Adam Sanderson	3.28
08/20/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	74.40
08/20/09	Cab Fare/Ground Transportation Nelson Jarrell	10.00
08/20/09	Cab Fare/Ground Transportation Nelson Jarrell	70.00
08/20/09	Cab Fare/Ground Transportation Nelson Jarrell	47.00
08/20/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/20/09	Meals & Tips Jarrin McCreery-Dinner	6.30
08/20/09	Meals & Tips Nelson Jarrell-Dinner	18.41
08/20/09	Postage/Messenger/Courier - - VENDOR: Federal Express Corporation Kellie Doss to Matt R. Miller Buckfire	12.56
08/23/09	Airfare Lowell Thomas-2009-08-24 LGA - ORD	287.22
08/24/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
08/24/09	Cab Fare/Ground Transportation Brenda Miller	19.00
08/24/09	Cab Fare/Ground Transportation Nelson Jarrell	45.00
08/24/09	Cab Fare/Ground Transportation - - VENDOR: DFW Town Cars Jarrin McCreery	88.56
08/24/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/24/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. L. Thomas	78.39
08/24/09	Cab Fare/Ground Transportation - - VENDOR: Valera Global, Inc. S. Jarrell	74.51

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Re: Expenses
Client/Matter # 005717.00118

Date	Disbursement Description	Amount
08/24/09	Lodging Nelson Jarrell-55 East Ontario Street LI-Chicago - 08/24/2009-08/28/2009	740.92
08/24/09	Lodging Jarrin McCreery-55 East Ontario Street-Chicago-8 /24/2009	169.00
08/24/09	Lodging Jarrin McCreery-55 East Ontario Street-Chicago-8 /24/2009	26.03
08/24/09	Meals - Engagement Team Brenda Miller-Dinner-Ggp Team-Jarrin McCreery;Brenda Miller;Scott Jarrell	60.00
08/25/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
08/25/09	Cab Fare/Ground Transportation Nelson Jarrell-Taxi Mdw To Office	47.00
08/25/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/25/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/25/09	Cab Fare/Ground Transportation Nelson Jarrell	25.00
08/25/09	Cab Fare/Ground Transportation Brenda Miller	16.00
08/25/09	Lodging Jarrin McCreery-55 East Ontario Street-Chicago-8 /25/2009	26.03
08/25/09	Lodging Jarrin McCreery-55 East Ontario Street-Chicago-8 /25/2009	169.00
08/26/09	Airfare Nelson Jarrell-2009-09-14-LGA-MDW	222.20
08/26/09	Airfare Nelson Jarrell-2009-09-08-LGA-MDW	222.20
08/26/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/26/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00
08/26/09	Cab Fare/Ground Transportation Brenda Miller	21.00
08/26/09	Cab Fare/Ground Transportation Nelson Jarrell	30.00
08/26/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
08/26/09	Lodging Jarrin McCreery-55 East Ontario Street-Chicago-8 /26/2009	169.00
08/26/09	Lodging Jarrin McCreery-55 East Ontario Street-Chicago-8 /26/2009	26.03
08/26/09	Meals - Engagement Team Nelson Jarrell-Dinner-Ggp-Jarrin McCreery;N. sco tt Jarrell;Brenda Miller	60.00
08/27/09	Airfare Nelson Jarrell-2009-08-28-ORD-EWR	272.50
08/27/09	Cab Fare/Ground Transportation Nelson Jarrell-Car From Ewr To Home	70.00
08/27/09	Cab Fare/Ground Transportation Jarrin McCreery	10.00

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Date	Disbursement Description	Amount
08/27/09	Cab Fare/Ground Transportation Jarrin McCreery	43.00
08/27/09	Cab Fare/Ground Transportation Nelson Jarrell	22.00
08/27/09	Cab Fare/Ground Transportation Lowell Thomas	11.00
08/27/09	Meals - Engagement Team Nelson Jarrell-Dinner-Ggp-Team Dinner- N. Scott Jarrell; Brenda Miller; Jarrin McCreery; Mike Deg raf	80.00
08/28/09	Cab Fare/Ground Transportation Nelson Jarrell	42.95
08/28/09	Cab Fare/Ground Transportation Nelson Jarrell	70.00
08/28/09	Cab Fare/Ground Transportation Lowell Thomas	47.00
08/28/09	Cab Fare/Ground Transportation Lowell Thomas	6.00
08/31/09	Cab Fare/Ground Transportation Brenda Miller	22.00
Total Disbursements		33,049.60



Chicago Dallas Detroit Dusseldorf London Los Angeles
Milan Munich New York Paris San Francisco Shanghai Tokyo

General Growth Properties
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Disbursement Recap:

Description	Amount
Airfare	12,466.83
Cab Fare/Ground Transportation	5,524.96
Client Meals & Entertainment	81.57
Phone - Internet Access	20.26
Lodging	12,970.98
Meals & Tips	718.33
Parking & Tolls	504.00
Long Distance Calls	10.11
Postage/Messenger/Courier	12.56
Meals - Engagement Team	740.00
Total Disbursements	33,049.60

EXHIBIT D

Debtor	Last Four Digits of Federal Tax I.D. No.*	Debtor	Last Four Digits of Federal Tax I.D. No.*
10000 Covington Cross, LLC	N/A	Bakersfield Mall LLC	3084
10000 West Charleston Boulevard LLC	N/A	Baltimore Center Associates Limited Partnership	5598
10190 Covington Cross, LLC	N/A	Baltimore Center Garage Limited Partnership	N/A
1120/1140 Town Center Drive, LLC	N/A	Baltimore Center, LLC	N/A
1160/1180 Town Center Drive, LLC	N/A	Bay City Mall Associates L.L.C.	N/A
1201-1281 Town Center Drive, LLC	N/A	Bay Shore Mall II L.L.C.	9502
1251 Center Crossing, LLC	N/A	Bay Shore Mall, Inc.	N/A
1450 Center Crossing Drive, LLC	N/A	Bay Shore Mall Partners	5255
1451 Center Crossing Drive, LLC	N/A	Beachwood Place Holding, LLC	N/A
1551 Hillshire Drive, LLC	N/A	Beachwood Place Mall, LLC	N/A
1635 Village Centre Circle, LLC	N/A	Bellis Fair Partners	5992
1645 Village Center Circle, LLC	N/A	Benson Park Business Trust	N/A
9901-9921 Covington Cross, LLC	N/A	Birchwood Mall, LLC	N/A
9950-9980 Covington Cross, LLC	N/A	Boise Mall, LLC	N/A
Alameda Mall Associates	N/A	Boise Town Square Anchor Acquisition, LLC	N/A
Alameda Mall L.L.C.	N/A	Boise Towne Plaza L.L.C.	N/A
Apache Mall, LLC	N/A	Boulevard Associates	7916
Arizona Center Parking, LLC	N/A	Boulevard Mall, Inc.	N/A
Augusta Mall, LLC	N/A	Boulevard Mall I LLC	3079
Augusta Mall Anchor Acquisition, LLC	N/A	Boulevard Mall II LLC	3080
Augusta Mall Anchor Holding, LLC	N/A	BTS Properties L.L.C.	N/A
Augusta Mall Holding, LLC	N/A	The Burlington Town Center LLC	N/A
Austin Mall Limited Partnership	N/A	Cache Valley, LLC	N/A
Austin Mall, LLC	N/A	Caledonian Holding Company, Inc.	N/A
Bakersfield Mall, Inc.	N/A	Century Plaza, Inc.	N/A
		Century Plaza L.L.C.	9142
		Champaign Market Place L.L.C.	N/A
		Chapel Hills Mall L.L.C.	N/A

* Pursuant to Treasury Regulation section 301.7701-3(b), certain Debtors are disregarded for tax purposes. "N/A" indicates that a separate tax identification number is not required for these Debtors.

Debtor	Last Four Digits of Federal Tax I.D. No.*	Debtor	Last Four Digits of Federal Tax I.D. No.*
Chattanooga Mall, Inc.	N/A	Fashion Place, LLC	N/A
Chico Mall L.L.C.	N/A	Fashion Place Anchor Acquisition, LLC	N/A
Chico Mall, L.P.	N/A	Fashion Show Mall LLC	N/A
Chula Vista Center, LLC	N/A	Fifty Columbia Corporate Center, LLC	N/A
Collin Creek Anchor Acquisition, LLC	N/A	Forty Columbia Corporate Center, LLC	N/A
Collin Creek Mall, LLC	N/A	Fox River Shopping Center, LLC	N/A
Colony Square Mall L.L.C.	N/A	Franklin Park Mall, LLC	1736
Columbia Mall L.L.C.	N/A	Franklin Park Mall Company, LLC	N/A
Coronado Center L.L.C.	N/A	Gateway Crossing L.L.C.	N/A
Coronado Center Holding L.L.C.	N/A	Gateway Overlook Business Trust	N/A
Cottonwood Mall, LLC	N/A	Gateway Overlook II Business Trust	N/A
Country Hills Plaza, LLC	N/A	General Growth Properties, Inc.	3895
Deerbrook Mall, LLC	N/A	GGP Acquisition, L.L.C.	N/A
DK Burlington Town Center LLC	N/A	GGP Ala Moana L.L.C.	N/A
Eagle Ridge Mall, Inc.	N/A	GGP Ala Moana Holdings L.L.C.	N/A
Eagle Ridge Mall, L.P.	1211	GGP American Holdings Inc.	N/A
Eastridge Shopping Center L.L.C.	N/A	GGP American Properties Inc.	N/A
Eden Prairie Anchor Building L.L.C.	N/A	GGP General II, Inc.	N/A
Eden Prairie Mall, Inc.	N/A	GGP Holding, Inc.	0211
Eden Prairie Mall L.L.C.	1182	GGP Holding II, Inc.	7493
Elk Grove Town Center L.L.C.	N/A	GGP Holding Services, Inc.	0219
Elk Grove Town Center, L.P.	N/A	GGP Ivanhoe II, Inc.	N/A
ER Land Acquisition L.L.C.	N/A	GGP Ivanhoe IV Services, Inc.	6959
Fallbrook Square Partners Limited Partnership	N/A	GGP Jordan Creek L.L.C.	N/A
Fallbrook Square Partners L.L.C.	N/A	GGP Kapiolani Development L.L.C.	N/A
Fallen Timbers Shops, LLC	N/A	GGP Knollwood Mall, LP	1685
Fallen Timbers Shops II, LLC	N/A	GGP Limited Partnership	6121
Faneuil Hall Marketplace, LLC	N/A	GGP Natick Residence LLC	N/A

Debtor	Last Four Digits of Federal Tax I.D. No.*	Debtor	Last Four Digits of Federal Tax I.D. No.*
GGP Savannah L.L.C.	N/A	GGP-North Point Land L.L.C.	N/A
GGP Village at Jordan Creek L.L.C.	N/A	GGP-Pecanland, Inc.	N/A
GGP/Homart, Inc.	2784	GGP-Pecanland, L.P.	0863
GGP/Homart Services, Inc.	2467	GGP-Pecanland II, L.P.	0891
GGP-Bay City One, Inc.	N/A	GGP-Redlands Mall L.L.C.	N/A
GGP-Brass Mill, Inc.	N/A	GGP-Redlands Mall, L.P.	N/A
GGP-Burlington L.L.C.	2109	GGP-South Shore Partners, Inc.	N/A
GGP-Canal Shoppes L.L.C.	N/A	GGP-Steeplegate, Inc.	N/A
GGP-Foothills L.L.C.	N/A	GGP-Tucson Land L.L.C.	N/A
GGP-Four Seasons L.L.C.	N/A	GGP-Tucson Mall L.L.C.	N/A
GGP-Glenbrook L.L.C.	N/A	GGP-UC L.L.C.	N/A
GGP-Glenbrook Holding L.L.C.	N/A	Grand Canal Shops II, LLC	N/A
GGP-Grandville L.L.C.	6334	Grandville Mall, Inc.	N/A
GGP-Grandville II L.L.C.	N/A	Grandville Mall II, Inc.	N/A
GGP-Grandville Land L.L.C.	1990	Greengate Mall, Inc.	8940
GGP-La Place, Inc.	N/A	Greenwood Mall Land, LLC	N/A
GGP-Lakeview Square, Inc.	N/A	Harbor Place Associates Limited Partnership	8763
GGP-Lansing Mall, Inc.	N/A	Harborplace Borrower, LLC	N/A
GGPLP, L.L.C.	9491	HHP Government Services, Limited Partnership	5387
GGP-Maine Mall L.L.C.	N/A	Hickory Ridge Village Center, Inc.	N/A
GGP-Maine Mall Holding L.L.C.	N/A	HMF Properties, LLC	N/A
GGP-Maine Mall Land L.L.C.	N/A	Ho Retail Properties I Limited Partnership	6769
GGP-Mall of Louisiana, L.P.	7204	Ho Retail Properties II Limited Partnership	N/A
GGP-Mint Hill L.L.C.	N/A	Hocker Oxmoor, LLC	N/A
GGP-Moreno Valley, Inc.	N/A	Hocker Oxmoor Partners, LLC	N/A
GGP-Newgate Mall, LLC	N/A	Howard Hughes Canyon Pointe Q4, LLC	N/A
GGP-NewPark, Inc.	N/A	The Howard Hughes Corporation	8800
GGP-NewPark L.L.C.	N/A	Howard Hughes Properties, Inc.	8603
GGP-North Point, Inc.	N/A		

Debtor	Last Four Digits of Federal Tax I.D. No.*	Debtor	Last Four Digits of Federal Tax I.D. No.*
Howard Hughes Properties, Limited Partnership	3933	Mall of the Bluffs, LLC	N/A
Howard Hughes Properties IV, LLC	N/A	Mall St. Matthews Company, LLC	N/A
Howard Hughes Properties V, LLC	N/A	Mall St. Vincent, Inc.	N/A
HRD Parking, Inc.	N/A	Mall St. Vincent, L.P.	6370
HRD Remainder, Inc.	N/A	Mayfair Mall, LLC	N/A
Hulen Mall, LLC	N/A	MSAB Holdings, Inc.	N/A
The Hughes Corporation	4858	MSAB Holdings L.L.C.	7198
Kapiolani Condominium Development, LLC	N/A	MSM Property L.L.C.	2929
Kapiolani Retail, LLC	N/A	Natick Retail, LLC	N/A
Knollwood Mall, Inc.	N/A	New Orleans Riverwalk Associates	0856
La Place Shopping, L.P.	N/A	New Orleans Riverwalk Limited Partnership	1645
Lakeside Mall Holding, LLC	7441	Newgate Mall Land Acquisition, LLC	N/A
Lakeside Mall Property, LLC	N/A	Newpark Anchor Acquisition, LLC	N/A
Lakeview Square Limited Partnership	8376	NewPark Mall L.L.C.	N/A
Land Trust No. 89433	N/A	North Plains Mall, LLC	N/A
Land Trust No. 89434	N/A	North Star Anchor Acquisition, LLC	N/A
Land Trust No. FHB-TRES 200601	N/A	North Star Mall, LLC	N/A
Land Trust No. FHB-TRES 200602	N/A	North Town Mall, LLC	N/A
Landmark Mall L.L.C.	N/A	Northgate Mall L.L.C.	N/A
Lansing Mall Limited Partnership	8373	NSMJV, LLC	9431
Lincolnshire Commons, LLC	N/A	Oakwood Hills Mall, LLC	N/A
Lockport L.L.C.	5991	Oakwood Shopping Center Limited Partnership	9385
Lynnhaven Holding L.L.C.	N/A	Oglethorpe Mall L.L.C.	N/A
Lynnhaven Mall L.L.C.	N/A	Oklahoma Mall L.L.C.	8382
Majestic Partners-Provo, LLC	N/A	OM Borrower, LLC	N/A
Mall of Louisiana Holding, Inc.	N/A	One Willow Company, LLC	N/A
Mall of Louisiana Land, LP	N/A	Orem Plaza Center Street, LLC	N/A
Mall of Louisiana Land Holding, LLC	N/A	Owings Mills Limited Partnership	N/A

Debtor	Last Four Digits of Federal Tax I.D. No.*	Debtor	Last Four Digits of Federal Tax I.D. No.*
Park Mall, Inc.	N/A	Redlands Land Holding L.L.C.	N/A
Park Mall L.L.C.	8169	Ridgedale Center, LLC	N/A
Park Square Limited Partnership	N/A	Rio West L.L.C.	N/A
Parke West, LLC	N/A	River Falls Mall, LLC	N/A
Parkside Limited Partnership	N/A	River Hills Land, LLC	N/A
Parkview Office Building Limited Partnership	N/A	River Hills Mall, LLC	N/A
PDC Community Centers L.L.C.	N/A	Rogue Valley Mall L.L.C.	N/A
PDC-Eastridge Mall L.L.C.	N/A	Rogue Valley Mall Holding L.L.C.	N/A
PDC-Red Cliffs Mall L.L.C.	N/A	Rouse LLC	N/A
Peachtree Mall L.L.C.	N/A	The Rouse Company LP	N/A
Pecanland Anchor Acquisition, LLC	N/A	The Rouse Company at Owings Mills, LLC	N/A
Phase II Mall Subsidiary, LLC	N/A	The Rouse Company BT, LLC	N/A
Piedmont Mall, L.L.C.	N/A	The Rouse Company of Florida, LLC	N/A
Pierre Bossier Mall, LLC	N/A	The Rouse Company of Louisiana, LLC	N/A
Pine Ridge Mall L.L.C.	N/A	The Rouse Company of Michigan, LLC	N/A
Pines Mall Partners	2185	The Rouse Company of Minnesota, LLC	N/A
Pioneer Office Limited Partnership	4181	The Rouse Company of Ohio, LLC	N/A
Pioneer Place Limited Partnership	4180	The Rouse Company Operating Partnership LP	N/A
Price Development Company, Limited Partnership	N/A	Rouse F.S., LLC	9886
Price Development TRS, Inc.	8038	Rouse Office Management of Arizona, LLC	N/A
Price Financing Partnership, L.P.	N/A	Rouse Providence LLC	N/A
Price GP L.L.C.	N/A	Rouse Ridgedale, LLC	N/A
Price-ASG L.L.C.	N/A	Rouse Ridgedale Holding, LLC	N/A
Prince Kuhio Plaza, Inc.	N/A	Rouse SI Shopping Center, LLC	N/A
Providence Place Holdings, LLC	N/A	Rouse Southland, LLC	N/A
RASCAP Realty, Ltd.	N/A	Rouse-Arizona Center, LLC	N/A
Redlands Land Acquisition Company L.L.C.	N/A	Rouse-Arizona Retail Center Limited Partnership	4885
Redlands Land Acquisition Company LP	N/A		

Debtor	Last Four Digits of Federal Tax I.D. No.*	Debtor	Last Four Digits of Federal Tax I.D. No.*
Rouse-Fairwood Development Corporation	9217	Southland Mall, Inc.	N/A
Rouse-New Orleans, LLC	N/A	Southland Mall, L.P.	1889
Rouse-Oakwood Shopping Center, LLC	N/A	Southwest Denver Land L.L.C.	N/A
Rouse-Orlando, LLC	N/A	Southwest Plaza L.L.C.	N/A
Rouse-Phoenix Cinema, LLC	N/A	Spring Hill Mall L.L.C.	N/A
Rouse-Phoenix Corporate Center Limited Partnership	N/A	St. Cloud Land L.L.C.	N/A
Rouse-Phoenix Development Company, LLC	N/A	St. Cloud Mall L.L.C.	N/A
Rouse-Phoenix Master Limited Partnership	5092	St. Cloud Mall Holding L.L.C.	N/A
Rouse-Phoenix Theatre Limited Partnership	N/A	Stonestown Shopping Center L.L.C.	N/A
Rouse-Portland, LLC	N/A	Stonestown Shopping Center, L.P.	N/A
RS Properties Inc.	N/A	Summerlin Centre, LLC	N/A
Saint Louis Galleria L.L.C.	N/A	Summerlin Corporation	5927
Saint Louis Galleria Anchor Acquisition, LLC	N/A	Three Rivers Mall L.L.C.	N/A
Saint Louis Galleria Holding L.L.C.	N/A	Three Willow Company, LLC	N/A
Saint Louis Land L.L.C.	N/A	Town East Mall, LLC	N/A
Seaport Marketplace, LLC	N/A	Tracy Mall, Inc.	N/A
Seaport Marketplace Theatre, LLC	N/A	Tracy Mall Partners, L.P.	7674
Sierra Vista Mall, LLC	N/A	Tracy Mall Partners I L.L.C.	9500
Sikes Senter, LLC	N/A	Tracy Mall Partners II, L.P.	9495
Silver Lake Mall, LLC	N/A	TRC Co-Issuer, Inc.	0460
Sixty Columbia Corporate Center, LLC	N/A	TRC Willow, LLC	N/A
Sooner Fashion Mall L.L.C.	N/A	Tucson Anchor Acquisition, LLC	N/A
South Shore Partners, L.P.	6053	TV Investment, LLC	N/A
South Street Seaport Limited Partnership	N/A	Two Arizona Center, LLC	N/A
Southlake Mall L.L.C.	N/A	Two Willow Company, LLC	N/A
Southland Center, LLC	N/A	Tysons Galleria L.L.C.	N/A
Southland Center Holding, LLC	N/A	U.K.-American Properties, Inc.	N/A
		Valley Hills Mall, Inc.	N/A
		Valley Hills Mall L.L.C.	6809

Debtor	Last Four Digits of Federal Tax I.D. No.*
Valley Plaza Anchor Acquisition, LLC	N/A
VCK Business Trust	N/A
Victoria Ward Center L.L.C.	N/A
Victoria Ward Entertainment Center, L.L.C.	N/A
Victoria Ward, Limited	7590
Victoria Ward Services, Inc.	8057
The Village of Cross Keys, LLC	N/A
Visalia Mall L.L.C.	N/A
Visalia Mall, L.P.	N/A
Vista Commons, LLC	N/A
Vista Ridge Mall, LLC	N/A
VW Condominium Development, LLC	N/A
Ward Gateway-Industrial-Village, LLC	N/A
Ward Plaza-Warehouse, LLC	N/A
Weeping Willow RNA, LLC	N/A
West Kendall Holdings, LLC	N/A
Westwood Mall, LLC	N/A
White Marsh General Partnership	N/A
White Marsh Mall Associates	N/A
White Marsh Mall LLC	N/A
White Marsh Phase II Associates	N/A
White Mountain Mall, LLC	N/A
Willow SPE, LLC	N/A
Willowbrook II, LLC	N/A
Willowbrook Mall, LLC	N/A
Woodbridge Center Property, LLC	N/A
The Woodlands Mall Associates, LLC	N/A

